



385785

August 4, 2006

Debora Haidar
U.S. EPA
25089 Center Ridge Rd.
Westlake, Ohio 44145

RE: Request for Information Pursuant to Section 104 of CERCLA for HPM Plant #1
Site in Mt. Gilead, Ohio

Dear Ms. Haidar:

Enclosed please find our responses to the Exhibit B questions for information and all relevant documents in our possession.

If any further is needed, please advise.

Sincerely,

A handwritten signature in black ink, appearing to read "Earl Linder II", with a stylized, flowing script.

Earl Linder II
Mid-Ohio Sanitation & Recycling
PO Box 277
Edison, Ohio 43320

RESPONSES TO ATTACHMENT B REQUESTS

1. Sara J. Daneman, Esq., 62 Mill Street. Gahanna, Ohio 43230. (614) 337-0960.

2. Phase I - Environmental Site Assessment prepared by BE Environmental Consulting, LLC March 17, 2003.; Document provided by BE Environmental Consulting pursuant to a request; Documents regarding Fleet takeover of all HPM assets; sale documents from Fleet to Taylor Industrial Services, LLC dba HPM.

3. See documents listed above. William Flickinger, 588 Meadow Lane. Marion, OH.

4. Respondent does not have EPA Identification number, none is required due to the nature of Respondent's business.

5. Respondent has no independent knowledge of acts or omission that may have caused release. The only information Respondent is aware of is contained in the Phase I report enclosed herein. Any such acts or omissions would have occurred during the control by HPM or Taylor Industrial Services.

6. Respondent has not generated, transported, treated, disposed of or any other handling of hazardous substances. Person who have knowledge would be Mr. Flickinger and Chris Filos of Taylor Industrial Services dba HPM Corporation.

7. No.

8. See enclosed comprehensive liability policy.

9. Respondent was incorporated in June 2002. Tax returns were filed for 2003 and 2004. The 2005 returns are not completed.

10. (a) Enclosed are copies of the articles of incorporation and by-laws

(b) Enclosed are current balance sheets and profit and loss statements. Respondent does not have audited or unaudited financial statements

©) See enclosed current balance sheets for all assets and liabilities.

(d) The only real estate owed by Respondent is the location in question. The legal description is attached to the deed enclosed herein. The purchase price was \$75,000.00. The current market valuation is approximately the same.

11. Not applicable

12. Not applicable

13. Respondent stores dumpsters, trucks on the site. Respondent sorts through recycling material. Respondent has a garbage compacter used to dispose of garbage.

14. Respondent purchased property on March 29, 2004. Enclosed is deed. Prior to this date, the property was under the control of Taylor Industrial Services, dba HPM Corporation. Taylor purchased the assets of HPM in July, 2001 from Fleet. HPM voluntarily surrendered all of its assets to Fleet July 7, 2001. HPM had owned the site for 100 years.

15. The only information available to Respondent is contained in the Phase I Environmental Study enclosed herein.

16. See response to question 15.

17. See response to question 14 and 15.

18. See response to questions 14 and 15.

19. Respondent has never been granted a permit for the property. Respondent has no knowledge regarding any permits acquired by previous owner.

20. Respondent has no knowledge of an "interim status" under RCRA. Mr Flickinger would be the person to contact for this information.

21. Respondent has no knowledge of the Facility ever filing a notification of hazardous waste activity. Mr. Flickinger, previous President, may have this information.

22. Respondent has no knowledge or reports, other than the Phase I Environmental Report enclosed herein.

23. Respondent does not have any independent information other than the enclosed Phase I study. Either William Flickinger, former President of HPM or Taylor Industrial Services who purchased all the books and records of HPM would have this information.



15240 Ventura Boulevard
Suite 400
Sherman Oaks, CA 91403
818-382-4200 fax
818-382-4291 fax

July 16, 2001

Christopher Filos
Taylor Industrial Services LLC
151 Wardell Road
Tinton Falls, New Jersey 07753

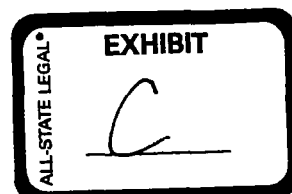
Re: Assets of HPM Corporation

Dear Mr. Filos:

This letter is to set forth and confirm our understanding regarding the purchase by Taylor's Industrial Services LLC ("Taylor") of the assets of HPM Corporation, an Ohio corporation ("HPM"). As you are aware Fleet Capital Corporation, a Rhode Island corporation ("Fleet"), loaned funds to HPM (the "Loan") under various credit facilities and promissory notes (the "Loan Documents"), which are secured by a security interest in both the real and personal property of HPM. A description of the personal property (the "Property") is attached hereto as Exhibit "A". As of the date of this letter, the balance due Fleet on the Loan is Ten Million One Hundred Seventy-Nine Thousand Five Hundred Seventy and 09/100 Dollars (\$10,179,570.09) (the "Loan Balance"). Pursuant to the Loan Documents, Fleet took possession of the Property on July 10, 2001, and pursuant to Ohio Rev. Code 1301.612 intends to sell the Property at a private sale on or after July 26, 2001 (the "Sale"). Pursuant to Ohio Rev. Code 1309.613, Fleet gave notice of the Sale to HPM.

Taylor has expressed interest in purchasing the Property at the Sale for the amount of Ten Million Five Hundred Thousand Dollars (\$10,500,000) (the "Purchase Price"). In anticipation of the Sale, Taylor shall deliver funds to Fleet as follows: (1) One Hundred Thousand Dollars (\$100,000) on July 17, 2001, receipt of which is hereby acknowledged, and (2) Four Hundred Thousand Dollars (\$400,000) on or before July 25, 2001 (collectively the "Pre-Sale Funds").

If Taylor and Fleet do not consummate the Sale on July 26, 2001, or such other mutually agreed later date (the "Sale Date"), then Fleet shall return the Pre-Sale Funds to Taylor within five (5) business days. For Taylor and Fleet to consummate the Sale of the Property on the Sale Date, Taylor will (1) deliver an additional One Hundred Thousand Dollars (\$100,000) on the day of the Sale (the Pre-Sale Funds and the funds delivered by Taylor at the Sale in the total amount



of Six Hundred Thousand Dollars (\$600,000) shall be known as the "Deposit"; (2) deliver a letter, satisfactory to Fleet, from the State of Ohio to Taylor setting forth the State's commitment to fund ~~Four Million Five Hundred Thousand Dollars (\$4,500,000)~~ of the Purchase Price on or before August 24, 2001 (the "State Commitment Letter"); and (3) deliver a commitment letter addressed to Taylor, satisfactory to Fleet, from a lender to fund the remaining balance of the Purchase Price by August 24, 2001 (the "Bank Commitment Letter"). C/F
2,750,000.00
Ⓚ

In exchange for the Deposit, the State Commitment Letter, and the Bank Commitment Letter, Fleet shall (1) deliver title to the Property to Taylor at the Sale; and (2) shall retain a lien interest in the Property in the amount which is equal to the Purchase Price less the Deposit. Taylor acknowledges that Fleet will transfer the title to the Property subject to its existing security interest as publicly filed with the State of Ohio and the County Recordors of Morrow County, Marion County, and Crawford County, Ohio. Once Taylor takes possession of the Property after the Sale Date, the Deposit shall become non-refundable.

It is the intent of Taylor and Fleet that the final closing and funding of the remaining balance of the Purchase Price of the Sale of the Property by Fleet to Taylor shall be on August 24, 2001 (the "Closing Date"). At the Closing, upon receipt of the balance of the Purchase Price, Fleet will assign all of its right, title and interest in the Loan Documents to Taylor.

During the period from the Sale Date and the Closing Date (the "Pre-Closing Period"), Taylor shall have possession of the Property and be responsible for all expenses relative to possession of the Property. During the Pre-Closing Period, Taylor shall be free to sell portions of the Property with payment on a C.O.D. basis to Fleet for property sold to third parties, in its own name, at whatever price it negotiates, said sales shall also include the collection of the outstanding accounts receivable. Taylor hereby agrees to deliver the cash proceeds of said sales and/or collections to Fleet (the "Proceeds"). Any Proceeds received by Fleet shall reduce the outstanding balance of the Purchase Price. During the Pre-Closing Period Taylor shall indemnify Fleet for losses sustained by Fleet for any actions taken by Taylor.

Taylor agrees that upon receiving possession of the Property that it will secure all commercially appropriate insurance on the Property with an insurance carrier which is acceptable to Fleet and listing Fleet as a loss payee in an amount equal to or greater than the Purchase Price.

In the event that Taylor fails to close the sale of the Property on or before the Closing Date, Fleet shall be free to exercise its rights under the Loan Documents to retake control of the Property. Fleet's rights shall include the right to recovery of its costs and attorney's fees related to regaining possession of the Property. If Taylor fails to close the sale of the Property on or before the Closing Date, Taylor hereby agrees to surrender possession of the Property to Fleet, or its agent, upon the written request of Fleet.

Please contact the undersigned if you have any questions regarding the terms of this letter.

FLEET CAPITAL CORPORATION



By: Leslie Reuter
Its: Senior Vice President

Signed and Accepted:

TAYLOR'S INDUSTRIAL SERVICES LLC

By: 

Its: 

cc: Paul Ledman
Harry Wright, IV, Esq.
Peter S. Burke, Esq.
Gordon Gemma, Esq.
William T. Flickinger, President, HPM Corp.



A FleetBoston Financial Company

Facsimile

Number of Pages (including cover): 3

Fleet Capital Corporation
15260 Ventura Boulevard, Suite 400
Sherman Oaks, CA 91403
Phone: 818-382-4403
Fax No.: 818-382-4291

To: Bill Flickinger cc: William Schonberg
419-949-2304 214-363-4588
Company: -- cc: Peter Burke
Fax Number: 213-239-1324
From: Leslie Reuter cc: Paul Herman
314-863-8454
Date: 7/10/01

NOTE:

Re: NPM

Bill, Attached is the letter for your signature.

Please sign, FAX back to me @

818-382-4291 & mail back the original

signature.

I will mail you a hard copy as well.

Thp, Leslie

Confidentiality Note:

The information contained in this fax message is confidential information intended only for the use of the individual or entity name above. Such information may also be legally privileged. If the reader of this message is not the intended receiver, you are hereby notified that any dissemination, distribution or copying of this is strictly prohibited. If you have received this fax in error, please immediately notify us by telephone and return the original message to us at the address shown above via the United States Postal Service. Thank you.



July 6, 2001

Via FAX 419-949-2304

HPM Corporation
820 Marion Road
Mt. Gilead, Ohio 43338
Attn: William T. Flickinger, President

15260 Ventura Boulevard
Suite 400
Sherman Oaks, CA 91403
818-382-4200 tel
818-382-4291 fax

Re: Fleet Capital Corporation ("Fleet")\HPM Corporation ("HPM")

Gentlemen:

Reference hereby is made to (a) that certain Loan and Security Agreement, dated as of April 15, 1996 by and between Fleet and HPM (as amended, restated, supplemented, or otherwise modified, the "Loan Agreement"); and (b) that certain Default and Foreclosure Agreement, dated as of April 5, 2001 by and between Fleet and HPM (the "Default Agreement"). Initially capitalized terms used but not defined herein shall have the meanings ascribed thereto in the Loan Agreement.

HPM and Fleet hereby agree as follows:

1. HPM acknowledges that numerous Events of Default have occurred and are continuing under the Loan Agreement, and that Fleet is free to exercise its remedies under the Loan Agreement with respect to the Collateral. Fleet's obligation to make Advances to HPM or to extend other financial accommodations to HPM has terminated pursuant to the terms of the Loan Agreement.
2. Pursuant to HPM's obligations to Fleet under the Loan Agreement and the Default Agreement, HPM hereby is voluntarily delivering to Fleet possession and control over all of the Collateral.
3. Fleet's acceptance of possession and control over the Collateral shall not constitute an acceptance of the Collateral in satisfaction of the Obligations, or in lieu of any other rights which Fleet may have with respect to HPM or the Collateral under the Loan Documents. Instead, such delivery is made to enable Fleet to exercise its rights and remedies under the Loan Agreement and the other Loan Documents.
4. HPM hereby authorizes Fleet, ATEC, Inc., and any of Fleet's or ATEC, Inc.'s employees or agents (including Paul Lerman), to market the Collateral for sale to any Person, now or in the future who expresses or has expressed any interest in purchasing all or any part of the Collateral, and to disclose any information to any such Person concerning the Collateral or concerning HPM.

5. HPM hereby waives any right that it may have under the Loan Documents or under applicable law (a) to receive notice of any proposed private or public foreclosure sale with respect to the Collateral, and (b) exercise its rights of redemption with respect to the Collateral, in each case to the fullest extent permitted by law.

6. In exchange for these agreements, Fleet agrees to advance an additional \$202,000 to HPM to enable HPM to fund certain of its obligations, including, but not limited to, payroll, payroll taxes, property and liability insurance policies, and utilities for the week ended July 6, 2001, as set forth in the "Shutdown Budget Request" approved for that week. HPM covenants and agrees that it will use these funds solely for the purposes set forth in this paragraph 6 and in the Shutdown Budget Request.

7. This letter agreement is a Loan Document. The amount advanced to HPM pursuant to paragraph 6 of this letter agreement shall constitute Obligations and shall be added to HPM's outstanding Obligations to Fleet under the Loan Agreement. Fleet's decision to advance these funds to HPM shall not be construed as imposing any obligation to advance any additional funds to or on behalf of HPM.

Please indicate your agreement with the foregoing by signing in the space provided below and returning to the undersigned.

FLEET CAPITAL CORPORATION,
a Rhode Island corporation



By: Leslie Reuter
Title: Senior Vice President

Acknowledged and Agreed:

HPM CORPORATION,
an Ohio corporation

By: _____

Title: _____

cc: William Schonberg, Esq., FAX 216-363-4588
Peter S. Burke, Esq., 213-239-1324
Paul Lerman, FAX 314-863-8454



15260 Ventura Boulevard
Suite 400
Sherman Oaks, CA 91403
818-382-4200 tel
818-382-4291 fax

August 24, 2001

Christopher Filos
Taylor Industrial Services LLC
151 Wardell Road
Tinton Falls, New Jersey 07753

Re: Assets of HPM Corporation

Dear Mr. Filos:

This letter is to set forth and confirm our understanding regarding the terms pursuant to which Fleet Capital Corporation, a Rhode Island corporation ("Fleet"), will extend the closing date for the purchase by Taylor's Industrial Services LLC ("Taylor") of the former assets (the "Assets") of the HPM Corporation, an Ohio corporation ("HPM"). As you know, on or about July 16, 2001, Taylor and Fleet, entered into a letter agreement pursuant to which each agreed to the terms of the purchase of the Assets by Taylor from Fleet (the "Asset Sale"). Moreover, on or about July 26, 2001, Taylor and Fleet executed a Sale Agreement (the "Agreement") related to the Asset Sale and Fleet delivered a Bill of Sale for the Assets to Taylor.

Pursuant to the Agreement, Taylor was required to deliver the balance of the purchase price to Fleet for the Assets by August 24, 2001 (the "Original Closing Date"). Taylor has requested an extension of the Original Closing Date.

Fleet will agree to extend the closing of the Asset Sale by Fleet to Taylor until October 5, 2001 (the "New Closing Date"), and shall provide open credit to Taylor of Fifty Thousand and 00/100 Dollars (\$50,000.00) (the "Open Credit") to facilitate the sale of the former HPM inventory (the "Inventory") to third party buyers as set forth in Paragraph 4 of the Agreement, on the following conditions:

1. The proceeds of the sale of Inventory shall first be applied to the Open Credit until the Open Credit amount is reduced to a zero balance prior to any other application pursuant to Paragraph 4 of the Agreement.
2. Beginning on August 27, 2001, and continuing weekly until the New Closing Date, Taylor shall deliver a written status report on Taylor's effort to obtain financing from any and all potential lenders, or their agents (collectively, the "Lenders"), for the Asset Sale (the "Weekly Status Reports"). Along with the Weekly Status Reports, Taylor shall also deliver to



Fleet copies of all correspondence or other written material from the Lenders received by Taylor or delivered by Taylor to the Lenders related to the Asset Sale (the "Supplemental Documentation"). The Weekly Status Reports and the Supplemental Documentation shall be delivered by telecopier to the individuals identified to receive notice on behalf of Fleet in Paragraph 9 of the Agreement. Taylor shall also use its best efforts to obtain financing from the Lenders.

3. Up until the New Closing Date, Taylor shall work, with the assistance of Fleet's agent, Mr. Paul Lerman (the "Agent"), to collect the accounts receivable transferred to Taylor pursuant to the Agreement. The proceeds realized from said collection efforts shall be paid over to Fleet or the Agent.

4. Until the New Closing Date, Taylor shall not remove any of the Assets from the real property owned by HPM without the express written consent of Fleet.

5. Until the New Closing Date, Taylor shall continue to operate the former HPM facility, pursuant to the terms of the Agreement.

Except as provided herein, all other terms of the Agreement shall remain in full force and effect.

Please contact the undersigned if you have any questions regarding the terms of this letter.

FLEET CAPITAL CORPORATION



By: Leslie Reuter
Its: Senior Vice President

Signed and Accepted:

TAYLOR'S INDUSTRIAL SERVICES LLC

By: Christopher Filos
Its: President and C.E.O.

cc: Paul Lerman
Harry Wright, IV, Esq.
Peter S. Burke, Esq.
Myron N. Terlecky, Esq.

FROM : Taylor's Towing & Heavy Haul

FAX NO. : 732-922-9181

Aug. 30 2001 04:16PM P1

08/30/01 THU 12:08 FAX 14199492304

TAYLOR'S HPM

AUG 29 '01 14:17 FR BRICKER & ECKLER LLP

614-227-8388 TO 914177-0220

P. 63/63

AUG. 28. 2001 10:55AM

FLEET CAPITAL/LEADM

NO. 6184 P. 3/3

Fleet copies of all correspondence or other written material from the Lenders received by Taylor or delivered by Taylor to the Lenders related to the Asset Sale (the "Supplemental Documentation"). The Weekly Status Reports and the Supplemental Documentation shall be delivered by e-mail to the individuals identified to receive notice on behalf of Fleet in Paragraph 9 of the Agreement. Taylor shall also use its best efforts to obtain financing from the Lenders.

3. Up until the New Closing Date, Taylor shall work, with the assistance of Fleet's agent, Mr. Paul Lerman (the "Agent"), to collect the accounts receivable transferred to Taylor pursuant to the Agreement. The proceeds realized from said collection efforts shall be paid over to Fleet or the Agent.

4. Until the New Closing Date, Taylor shall not remove any of the Assets from the real property owned by HPM without the express written consent of Fleet.

5. Until the New Closing Date, Taylor shall continue to operate the former HPM facility, pursuant to the terms of the Agreement.

Except as provided herein, all other terms of the Agreement shall remain in full force and effect.


Please contact the undersigned if you have any questions regarding the terms of this letter.

FLEET CAPITAL CORPORATION

By: 
Leslie Roemer
For: Senior Vice President

Signed and Accepted:

TAYLOR'S INDUSTRIAL SERVICES LLC

By: 
Christopher Fillos
For: President and C.E.O.

cc: Paul Lerman
Harry Wright, IV, Esq.
Peter S. Burke, Esq.
Myron N. Terlecky, Esq.

Post-It® Fax Note 7671

Date	9/3/01	# of pages	1
To	Harry Wright	From	Paul Lerman
Co./Dept.		Co.	
Phone #		Phone #	
Fax #	614-227-2390	Fax #	

77021-1

SALE AGREEMENT

THIS SALE AGREEMENT ("Agreement") is entered into this ____ day of July, 2001, by and between Fleet Capital Corporation, a Rhode Island corporation ("Fleet"), whose address is 15260 Ventura Boulevard, Suite 400, Sherman Oaks, California 91403, and Taylor's Industrial Services LLC, a _____ ("Taylor"), whose address is 151 Wardell Road, Tinton Falls, New Jersey 07753.

WITNESSETH:

WHEREAS, HPM Corporation, an Ohio corporation ("HPM"), which has its principal place of business at 820 Marion Road, Mount Gilead, Ohio, was a manufacturer of plastic extrusion equipment, die cast equipment, and injection molding equipment;

WHEREAS, Fleet loaned funds (the "Loan") to HPM under various credit facilities and promissory notes (the "Loan Documents"), and took a security interest in both the real and personal property of HPM; a description of the personal property (the "Property") is attached hereto as Exhibit "A";

WHEREAS, Fleet perfected its security interest in the Property by filing UCC Financing Statements as follows: UCC-1: Document No.: AM56510, filed March 12, 1996, with the Ohio Secretary of State, continuation statement filed February 8, 2001, document No. 20010520206; UCC-1: Document No.: 61420, filed April 1, 1996, with the Morrow County, Ohio, County Recorder, continuation statement filed February 6, 2001, Document No.: 068865; UCC-1: Document No.: 61598, filed April 24, 1996, with the Morrow County, Ohio, County Recorder, continuation statement filed February 6, 2001, Document No.: 068866; UCC-1: Document No.: 61597, filed April 24, 1996, with the Morrow County, Ohio, County Recorder, continuation statement filed February 14, 2001, Document No.: 068901; UCC-1: Document No.: 960686, filed April 24, 1996, with the Marion County Ohio, County Recorder, ; continuation statement filed February 5, 2001, Document No.: 2001-0186; UCC-1: Document No.: 30596, filed January 25, 1999, with the Crawford County, Ohio, County Recorder (collectively known herein as the "Fleet Liens");

WHEREAS, as of July 20, 2001, the balance due Fleet on the Loan is Ten Million One Hundred Ninety-Five Thousand Eight Hundred Fifteen and 47/100 Dollars (\$10,195,815.47) (the "Loan Balance");

WHEREAS, pursuant to the Loan Documents and a certain surrender agreement between Fleet and HPM, Fleet took possession of the Property on July 10, 2001, and, pursuant to Ohio Rev. Code 1301.610 intends to sell the Property on or after July 26, 2001 (the "Sale");

WHEREAS, pursuant to Ohio Rev. Code 1309.613, Fleet gave notice of the Sale to HPM on July 16, 2001;

WHEREAS, on or about July 19, 2001, Fleet and Taylor signed a letter agreement pursuant to which Fleet agreed to sell the Property to Taylor at the Sale, subject to certain conditions;

NOW THEREFORE, the parties hereto agree as follows:

1. SALE PRICE. Fleet agrees to sell and Taylor agrees to buy the Property for the sum of Ten Million Five Hundred Thousand Dollars (\$10,500,000) (the "Purchase Price"), subject to the terms of this Agreement. In anticipation of the Sale, Taylor shall deliver funds to Fleet as follows: (1) One Hundred Thousand Dollars (\$100,000) on July 17, 2001, receipt of which by Fleet is hereby acknowledged; (2) Four Hundred Thousand Dollars (\$400,000) on or before July 25, 2001; (3) One Hundred Thousand Dollars (\$100,000) on the date of the Sale (the funds delivered by Taylor up to and on the day of the Sale, in the total amount of Six Hundred Thousand Dollars (\$600,000), shall be known collectively the "Deposit"). In addition to the delivery of the Deposit, on or before the date of the Sale, Taylor shall (1) deliver to Fleet a letter, satisfactory to Fleet, from the State of Ohio to Taylor setting forth the State's commitment to fund Two Million Seven Hundred Fifty Thousand Dollars (\$2,750,000) of the Purchase Price on or before August 24, 2001; and (2) deliver a commitment letter addressed to Taylor, satisfactory to Fleet, from a lender to fund the remaining balance of the Purchase Price by August 24, 2001. The balance of the Purchase Price shall be due on or before the Closing Date, as hereinbelow defined. Once Fleet delivers the Property to Taylor pursuant to the Bill of Sale, as hereinbelow defined, the Deposit shall become non-refundable.

2. CLOSING. Taylor shall deliver the balance of the Purchase Price to Fleet on or before August 24, 2001 (the "Closing Date"). On the Closing Date, upon receipt of the balance of the Purchase Price, Fleet will assign all of its right, title and interest in the Loan Documents to Taylor.

3. BILL OF SALE. In anticipation of the Closing Date and in exchange for the Purchase Price, pursuant to a Bill of Sale, the form of which is attached hereto as Exhibit "B", Fleet shall deliver its right, title, and interest in the Property, as provided under Ohio Rev. Code 1309.610, to Taylor as of the date of the Sale. Until the payment of the Purchase Price by Taylor, Fleet shall retain its lien interest in the Property in the amount which is equal to the Purchase Price less the Deposit. Taylor acknowledges that Fleet will transfer the title to the Property subject to the Fleet Liens

4. PRE-CLOSING OPERATIONS. During the period from the date of the Sale until the Closing Date (the "Pre-Closing Period"), Taylor shall be entitled to possession of the Property and be responsible for all expenses relative to possession of the Property. During the Pre-Closing Period, Taylor shall be free to sell, in its own name, portions of the Property at whatever price it negotiates, with payment on a C.O.D. basis, payable to Fleet, for the property sold to third parties, at the cost carried on HPM's books; said sales shall also include the collection of the outstanding accounts receivable. Taylor hereby agrees to deliver the cash proceeds of said sales and/or collections to Fleet (the "Proceeds"). Any Proceeds received by Fleet shall reduce the outstanding balance of the Purchase Price, except to the extent said sale is

conditional or said items sold are returned for refunds. During the Pre-Closing Period Taylor shall indemnify Fleet for losses sustained by Fleet for any actions taken by Taylor.

5. INSURANCE. Taylor agrees that upon receiving possession of the Property that it will immediately secure all commercially appropriate insurance on the Property with an insurance carrier which is acceptable to Fleet and listing Fleet as a loss payee on the property insurance and as an additional insured on the liability insurance in an amount on each policy equal to or greater than the Purchase Price.

6. DEFAULT. In the event that Taylor fails to deliver the balance of the Purchase Price and close the sale of the Property on or before the Closing Date, Fleet shall be free to exercise its rights under the Loan Documents to retake control of the Property. Fleet's rights shall include the right to recovery of its costs and attorney's fees related to regaining possession of the Property. If Taylor fails to close the sale of the Property on or before the Closing Date, Taylor hereby agrees to surrender possession of the Property to Fleet, or its agent, upon the written request of Fleet.

7. WARRANTIES. **FLEET IS SELLING THE PROPERTY ON AN "AS IS, WHERE IS" BASIS AND, DISCLAIMS ANY AND ALL EXPRESS AND IMPLIED WARRANTIES WITH RESPECT TO THE PROPERTY.** Taylor agrees that Fleet has made no warranties or representations of any kind whatsoever regarding the Property, and Taylor, for itself and its successors and assigns, hereby releases and discharges Fleet, its officers, employees, and agents, and their respective heirs, administrators, executors, personal representatives, successors and assigns, from any and all claims, demands, damages, losses, actions and causes of action, of any kind whatsoever in any way relating to or arising in connection with the Property or Fleet's sale of the Property to Taylor.

8. INSPECTION. Taylor has inspected each item comprising the Property and has found the same to be physically present at the sale location and in satisfactory condition for Taylor's purposes. Taylor assumes all responsibility for the safety and security of the Property.

9. NOTICES. Any notice, demand, or communication to be given under this Agreement shall be in writing and shall be given by telecopier and sent by certified mail, return receipt requested, to the address set forth below or at such other address as the parties may from time to time designate:

If to Fleet: 15260 Ventura Boulevard, Suite 400
Sherman Oaks, California 91403
Attn: Leslie Reuter
Telecopier No.: 818-382-4291

and

Harry Wright, IV, Esq.
BRICKER & ECKLER LLP
100 South Third Street
Columbus, Ohio 43215
Telecopier No.: 614-227-2390

If to Taylor: 151 Wardell Road
Tinton Falls, New Jersey 07753
Attn: Christopher Filos
Telecopier No.: _____

and

Telecopier No.: _____

10. MISCELLANEOUS. If any provision of this Agreement or application thereof to any person or entity is held invalid, such invalidity shall not affect other provisions or applications of this Agreement, and to this end the provisions of this Agreement are declared severable. The parties hereto understand and agree that this Agreement and all performance, duties, and obligations hereunder shall be governed by and construed in accordance with the laws of the State of Ohio in all respects, including, without limitation, matters of construction, validity, enforcement, and interpretation and that venue for any disputes hereunder shall be in Morrow County, Ohio. Section Headings are inserted for convenience only and shall not affect any construction or interpretation of this Agreement.

11. COUNTER-PARTS. This Agreement may be executed in counter-parts and telecopier signatures, with actual signed copies followed by regular mail, shall be deemed sufficient to bind the signing party.

12. ENTIRE AGREEMENT. This Agreement comprises the entire and final agreement between the parties hereto concerning the subject matter set forth herein, and supersedes all prior and/or contemporaneous oral or written agreements, representations, or understandings of any nature, including, without limitation, drafts or other writings or proposed settlement agreements. It is further understood and agreed that this Agreement shall not be varied, modified, or contradicted by evidence of prior, contemporaneous, or subsequent agreements of any nature, absent an express writing, signed by the parties. THERE ARE NO UNWRITTEN AGREEMENTS OR UNDERSTANDINGS BETWEEN THE PARTIES

13. AUTHORITY. Each of the parties hereto acknowledges and represents that it has the full power, authority, and capacity to enter into this Agreement, and that the person/people signing this Agreement on its behalf has the full power, capacity, and authority to do so. EACH PARTY HEREBY REPRESENTS THAT IT HAS READ THE FOREGOING AGREEMENT, HAS HAD AMPLE OPPORTUNITY TO PRESENT IT TO COMPETENT LEGAL COUNSEL FOR REVIEW, FULLY UNDERSTANDS IT, AND HAS EXECUTED IT VOLUNTARILY WITH FULL KNOWLEDGE OF ITS LEGALLY BINDING EFFECT.

H-P-M CORP. Fax:419-946-9621
JUL 25 '01 16:42 FR BRICKER & ECKLER LLP

Jul 25 2001 17:01
6142278998 TO 9181835242

P.03
7-25-01

Sent By: Wilson Foods;

801 975 0915;

Jul-24-01 17:02;

Page 2/3

JUL 24 2001 2:00PM FROM FLEET CAPITAL/LNAUMLP 6142278998 TO 9181835242 NO. 55855.p.

WHEREFORE, the parties hereto affix their signatures hereto as of the date first mentioned above.

TAYLOR'S INDUSTRIAL SERVICES LLC

FLEET CAPITAL CORPORATION

By: 



By: Leslie Reuter
Its: Senior Vice President

Its: 

07/12/01 13:37 213 745 3345

BROBECK

0008

EXHIBIT A

UCC-1 Financing Statement

DEBTOR: HPM CORPORATION

SECURED PARTY: FLEET CAPITAL CORPORATION

ITEM 4 (continued) Collateral Description:

All of Debtor's assets, including all of the following Property and interests in Property of Debtor (the "Collateral"), whether now owned or existing or hereafter created, acquired or arising and wheresoever located:

(i) Accounts;

(ii) Inventory;

(iii) Equipment;

(iv) General Intangibles;

(v) All monies and other Property of any kind now or at any time or times hereafter in the possession or under the control of Secured Party or a bailee or affiliate of Secured Party;

(vi) All accessions to, substitutions for and all replacements, products and cash and non-cash proceeds of (i) through (v) above, including, without limitation, proceeds of and unearned premiums with respect to insurance policies insuring any of the Collateral; and

(vii) All books and records (including, without limitation, customer lists, credit files, computer programs, print-outs, and other computer materials and records) of Debtor pertaining to any of (i) through (vi) above.

07/12/01 13:57

2213 745 3345

BROBECK

007

For purposes of the foregoing, the following terms shall have the following meanings:

Accounts - all accounts, contract rights, chattel paper, instruments and documents, whether now owned or hereafter created or acquired by Debtor or in which Debtor now has or hereafter acquired any interest.

Equipment - all machinery, apparatus, equipment, fittings, furniture, fixtures, motor vehicles and other tangible personal Property (other than Inventory) of every kind and description used in Debtor's operations or owned by Debtor or in which Debtor has an interest, whether now owned or hereafter acquired by Debtor and wherever located, and all parts, accessories and special tools and all increases and accessions thereto and substitutions and replacements therefor.

General Intangibles - all personal property of Debtor (including things in action) other than goods, Accounts, chattel paper, documents, instruments and money, whether now owned or hereafter created or acquired by Debtor.

Inventory - all of Debtor's inventory, whether now owned or hereafter acquired including, but not limited to, all goods intended for sale or lease by Debtor, or for display or demonstration; all work in process; all raw materials and other materials and supplies of every nature and description used or which might be used in connection with the manufacture, printing, packing, shipping, advertising, selling, leasing or furnishing of such goods or otherwise used or consumed in Debtor's business; and all documents evidencing and General Intangibles relating to any of the foregoing, whether now owned or hereafter acquired by Debtor.

Property - any interest in any kind of property or asset, whether real, personal or mixed, or tangible or intangible.

Sent By: Wilson Foods;

801 975 0915;

Jul-24-01 17:02;

Page 3/3

JUL 24, 2001 2:06PM 111111 CAPITAL/LNAUMLP

6142278888 TO 9181838242

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that FLEET CAPITAL CORPORATION, a Rhode Island corporation ("Seller"), and whose tax mailing address is 16260 Ventura Boulevard, Suite 400, Sherman Oaks, California 91403, for good and sufficient consideration, and pursuant to the Notice of Sale given by Seller to HPM, as hereinbelow defined, pursuant to Ohio Rev. Code 1309.613, on July 16, 2001, does hereby grant, bargain, sell and deliver unto TAYLOR'S INDUSTRIAL SERVICES LLC, an Indiana Corporation ("Buyer"), all of Seller's right, title and interest in and to all of the personal property previously owned by HPM Corporation, an Ohio corporation ("HPM"), of which Seller took possession pursuant to a certain surrender agreement pursuant to which HPM delivered possession to Seller, as a secured creditor under Ohio Rev. Code 1309.609, and located on or about the real property whose address is 320 Marion Road, Mount Gilead, Ohio (the "Property"). Said personal property, to the extent owned by Seller, shall include, but is not limited to, all of the items listed on Exhibit "A", attached hereto, and shall further include such of the following as are either located on the Property or in storage at another location, but is not limited to built in appliances; wall unit heating and air conditioning units and their control apparatus; attached wall-to-wall carpeting and attached floor coverings; curtain rods and window coverings, including all draperies and curtains; attached mirrors; light, bathroom and lavatory fixtures; blinds; smoke alarms; telephones and telephone switches; computers, computer equipment, computer software and printers; furniture, maintenance equipment, ladders, and all materials and supplies incident to the operation of a manufacturing facility. This bill of sale is intended to be a quit claim bill of sale. Seller makes no warranties, express or implied, regarding the condition, value or fitness of the hereinabove described personal property.

IN WITNESS WHEREOF, Seller has executed this Bill of Sale on this 26 day of July 2001.

SELLER:

BUYER:

FLEET CAPITAL CORPORATION

TAYLOR'S INDUSTRIAL SERVICES LLC

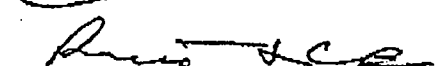


By:



By: Leslie Renter
Its: Senior Vice President

Its:



200216803246

FILED	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
8/2002	200216803246	DOMESTIC ARTICLES/FOR PROFIT (ARF)	125.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

MID-OHIO RECYCLING INC.
P.O. BOX 277
EDISON, OH 43320

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, J. Kenneth Blackwell

1324470

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

MID-OHIO RECYCLING INC.

and, that said business records show the filing and recording of:

Document(s):

DOMESTIC ARTICLES/FOR PROFIT

Document No(s):

200216803246



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 17th day of June, A.D. 2002.

J. Kenneth Blackwell
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**
Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

e-mail: busserv@sos.state.oh.us

Expedite this Form: (select One)	
Mail Form to one of the Following:	
<input checked="" type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 <small>*** Requires an additional fee of \$100 ***</small>
<input type="radio"/> No	PO Box 670 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION
(For Domestic Profit or Non-Profit)
Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

(1) <input checked="" type="checkbox"/> Articles of Incorporation Profit <small>(113-ARF) ORC 1701</small>	(2) <input type="checkbox"/> Articles of Incorporation Non-Profit <small>(114-ARN) ORC 1702</small>	(3) <input type="checkbox"/> Articles of Incorporation Professional <small>(170-ARP) Profession ORC 1785</small>
---	--	---

Complete the general information in this section for the box checked above.

Name of Corporation	<u>Mid-Ohio Recycling INC.</u>	
Location	<u>Edison</u> <small>(City)</small>	<u>marrow</u> <small>(County)</small>
Effective Date	<u>5-1-02</u> <small>(mm/dd/yyyy)</small> <small>Date specified can be no more than 90 days after date of filing.</small>	
<input type="checkbox"/> Check here if additional provisions are attached		

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

Purpose for which corporation is formed
<u>Recycling - Glass Aluminum, Paper</u>
<u>cardboard, Plastic</u>

Complete the information in this section if box (1) or (3) is checked.

The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)		
<u>100</u> <small>(No. of Shares)</small>	<u>Common</u> <small>(Type)</small>	<u>2</u> <small>(Par Value)</small>
(Refer to instructions if needed)		

Completing the information in this section is optional

The following are the names and addresses of the individuals who are to serve as Initial Directors.

EARL LINDER #

(Name)

4417 Twp Rd 75

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Mt. Pleasant

(City)

OHIO

(State)

43338

(Zip Code)

BANDY CHILCOTE

(Name)

47611 CR. 123

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

Mt. Pleasant

(City)

OHIO

(State)

43338

(Zip Code)

(Name)

(Street)

NOTE: P.O. Box Addresses are NOT acceptable.

(City)

(State)

(Zip Code)

REQUIRED

Must be authenticated
(signed) by an authorized
representative
(See Instructions)



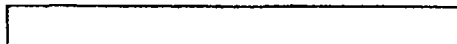
Authorized Representative

6-10-02

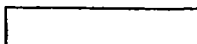
Date

EARL LINDER #

Print Name

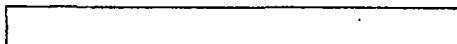


Authorized Representative

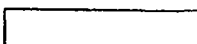


Date

Print Name



Authorized Representative



Date

Print Name

<small>Complete the information in this section if box (1) (2) or (3) is checked.</small>	
ORIGINAL APPOINTMENT OF STATUTORY AGENT	
The undersigned, being at least a majority of the incorporators of <u>Mid-Ohio Recycling Inc.</u> hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is	
<u>EARL Linder Jr</u> <small>(Name)</small>	
<u>218 Williams St. P.O. Box 277</u> <small>(Street)</small>	
<small>NOTE: P.O. Box Addresses are NOT acceptable.</small>	
<u>Edison</u> <small>(City)</small>	<u>Ohio</u> <small>(State)</small>
	<u>43320</u> <small>(Zip Code)</small>
Must be authenticated by an authorized representative	<div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <u>[Signature]</u> Authorized Representative </div> <div style="width: 45%;"> <u>6-10-02</u> Date </div> </div> <div style="margin-top: 20px;"> <div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <div style="border: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Authorized Representative </div> <div style="width: 45%;"> <div style="border: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Date </div> </div> <div style="margin-top: 20px;"> <div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> <div style="border: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Authorized Representative </div> <div style="width: 45%;"> <div style="border: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Date </div> </div> </div> </div>
ACCEPTANCE OF APPOINTMENT	
The Undersigned, <u>EARL Linder Jr</u> , named herein as the	
Statutory agent for, <u>Mid-Ohio Recycling Inc.</u>	
hereby acknowledges and accepts the appointment of statutory agent for said entity.	
Signature: <u>[Signature]</u> <div style="text-align: center; margin-top: 5px;"> <small>(Statutory Agent)</small> </div>	

DEED OF TRUSTEE

293427

MAR 29 2004

MORROW CO. ENGINEER

Sara J. Daneman, Trustee ("Grantor"), by the power conferred by Order of the United States Bankruptcy Court, Southern District of Ohio, Eastern Division, in the Bankruptcy of HPM Corporation and every other power, for valuable consideration paid, grants, with fiduciary covenants to Mid-Ohio Recycling, Inc., the real property described in the attached Exhibit A.

Subject to easements, conditions, covenants and restrictions, if any, of record and further subject to taxes and assessments, if any, now a lien, payable in the June, 2004 collection and thereafter.

Tax mailing address: 100 Lincoln Avenue, Mt. Gilead, OH 43338

Prior Instrument Reference: Vol. 235 /pg. 79 of the Deed of Records of ~~Franklin~~ Morrow County, Ohio.

IN WITNESS WHEREOF, Grantor has executed and delivered this Deed this 23 day of March, 2004.

Signed and acknowledged
in the presence of:

Brian J. Mosher
BRIAN J. MOSHER

Nancy L. Weiner
NANCY L. WEINER

BY: Sara J. Daneman
Sara J. Daneman, Trustee
in the Bankruptcy of

HPM Corporation
United States Bankruptcy Court
Southern District of Ohio
Eastern Division
Case No. 01-59058

STATE OF OHIO)
) SS:
COUNTY OF FRANKLIN)

BE IT REMEMBERED, that on this 23rd day of March, 2004, before me, a notary public in and for said county and state, personally came the above-named Sara J. Daneman, as Trustee under the Bankruptcy of HPM Corporation in the United States Bankruptcy Court, Southern District of Ohio, Eastern Division, who acknowledged that she did sign the foregoing instrument and that the same is her free act and deed, as such Trustee, for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal on this day and year aforesaid.

NANCY L. WEINER
Notary Public, State of Ohio
My Commission Expires 11-2-07

Nancy L. Weiner
Notary Public

VOL 387 PG 561



04 MAR 30 PM 12:14

"EXHIBIT A"

RECEIVED & RECORDED
VOL 387 PAGE 561-563

TRACT I:

Situated in the Incorporated Village of Mount Gilead and Township of Gilead, County of Morrow and State of Ohio and situated in part of the Northeast Quarter of Section 3 and part of the Northwest Quarter of Section 2, Township 13 North, Range 21 West, Gilead Township and also part of Outlot 62 and a vacated part of Lincoln Avenue in the Village of Mount Gilead, Morrow County, State of Ohio and being more particularly described as follows:

Beginning at an iron pipe located at the intersection of the South right-of-way line of Douglas Street (width varies) with the West right-of-way line of Delaware Street (50 feet wide); thence along said West right-of-way line South 0 degrees, 05 minutes, 00 seconds East for a distance of 35.00 feet to an iron pipe on the Northeast corner of Inlot 408; thence along the North line of Inlots 408 and 407, South 85 degrees, 53 minutes, 30 seconds West for a distance of 79.50 feet to an iron pipe; thence continuing along the North line of Inlot 407, South 0 degrees, 05 minutes East for a distance of 5.00 feet to an iron pipe; thence continuing along the North line of Inlots 407 and 406, South 85 degrees, 53 minutes, 30 seconds West for a distance of 79.50 feet to an iron pipe on the Northwest corner of Inlot 406; thence along the West line of Inlot 406, South 0 degrees, 05 minutes East for a distance of 115.81 feet to an iron pipe on the Northeast corner of Inlot 516; thence along the North line of Inlot 516, South 85 degrees, 53 minutes, 30 seconds West for a distance of 66.95 feet to an iron pipe on the Northwest corner of Inlot 516; thence along the West line of Inlot 516, South 0 degrees, 28 minutes East for a distance of 40.61 feet to an iron pipe; thence South 77 degrees, 47 minutes, 30 seconds West for a distance of 16.77 feet to an iron pipe on the Northeast corner of Inlot 545; thence along the North line of Inlots 545 - 553, South 82 degrees, 08 minutes, 30 seconds West for a distance of 538.01 feet to an iron pipe on the Northwest corner of Inlot 553; thence along the West line of Inlot 553, South 0 degrees, 16 minutes West for a distance of 100.18 feet to an iron pipe on the North right-of-way line of Lincoln Avenue (60 feet wide); thence along said North right-of-way line South 82 degrees, 12 minutes, 40 seconds West for a distance of 377.87 feet to a point on the East line of vacated Lincoln Avenue; thence South 0 degrees, 50 minutes, 50 seconds West for a distance of 201.15 feet to an iron pipe on the West right-of-way line of a 24 foot wide street (also being the East line of Outlot 62) (passing over a railroad spike on the South line of vacated Lincoln Avenue (also being the Northeast corner of Outlot 62) at 62.36 feet); thence South 80 degrees, 46 minutes West for a distance of 304.53 feet to an existing iron pipe on the West line of Outlot 62;

thence along said West line, North 0 degrees, 41 minutes East for a distance of 456.53 feet to an iron pipe (passing over the Northwest corner of Outlot 62 at 148.02 feet and the North line of vacated Lincoln Avenue at 208.82 feet); thence South 83 degrees, 29 minutes West for a distance of 491.62 feet to an iron pipe on the East line of Section 3; thence along said East line North 0 degrees, 07 minutes, 40 seconds East for a distance of 3.72 feet to an iron pipe; thence along a curve to the right having a radius of 706.45 feet (chord South 87 degrees, 25 minutes West - 121.88 feet) for an arc distance of 122.03 feet to an iron pipe; thence North 2 degrees, 21 minutes, 50 seconds East for a distance of 33.00 feet to an iron pipe; thence along a curve to the left having a radius of 673.45 feet (chord North 87 degrees, 13 minutes 40 seconds East 120.61 feet) for an arc distance of 120.77 feet to an iron pipe on the West line of Section 2; thence along said West line, North 0 degrees, 07 minutes, 40 seconds East for a distance of 3.46 feet to an iron pipe on the South right-of-way line of Douglas Street; thence along said South right-of-way line North 81 degrees, 09 minutes East for a distance of 494.97 feet to an iron pipe; thence continuing along said South right-of-way line South 0 degrees, 41 minutes West for a distance of 13.31 feet to an iron pipe; thence continuing along said South right-of-way line North 82 degrees, 14 minutes East for a distance of 1299.89 feet to an iron pipe; thence continuing along said South right-of-way line North 85 degrees, 53 minutes, 30 seconds East for a distance of 159.00 feet to an iron pipe on the West right-of-way line of Delaware Street and the point of beginning.

Containing 9.466 Acres, more or less, of which 7.961 Acres, more or less, are in Section 2 and 0.092 Acre, more or less, is in Section 3, Gilead Township, and 0.407 Acre more or less is in vacated Lincoln Avenue and 1.006 Acres, more or less, are in Outlot 62, Village of Mount Gilead, and being subject to legal highways, easements, restrictions, and agreements of record.

This description prepared by T. L. Boblenz and Associates, Inc., from a survey of record in Survey Volume 11, Page 581, Morrow County Engineer's Office, and deed of record in Deed Book 299, Page 726, Morrow County Recorder's Office.

TRACT II:

Situated in the Village of Mount Gilead, County of Morrow and State of Ohio and being Inlots 615, 616 and 617 in Sherman's Addition to the Village of Mount Gilead, as the said Lots are numbered and designated on the official plat thereof, Plat Book 3, Page 98, together with all right, title and interest in the vacated alley abutting Lots 615 and 616 and running parallel North and South of the lot lines.

COVERAGE PART DECLARATIONS

POLICY NUMBER	EFFECTIVE DATE AND TIME	INSURED
3400200287	01/29/2008	MID OHIO SANITATION AND MID OHIO RECYCLING

(The above information is required only when this form is added after the policy is issued.)

COMMERCIAL GENERAL LIABILITY

☐ "X" if Supplemental Declarations is attached.

LIMITS OF INSURANCE

General Aggregate Limit (Other Than Products-Completed Operations)	\$2,000,000	
Products-Completed Operations Aggregate Limit	INCLUDED	
Personal and Advertising Injury Limit	\$1,000,000	
Each Occurrence Limit	\$1,000,000	
Fire Damage Limit	\$50,000	Any One Fire
Medical Expense Limit	\$2,000	Any One Person

Location(s) (Including Zip Code(s)) of All Premises you Own, Rent or Occupy (Enter "Same" if same location as your mailing address):

LOC #1: 215 WILLIAMS ST

EDISON
MT GILEAD

OH 43320

LOC #2: 100 LINCOLN AVE

OH 43320
OH 43338

PREMIUM

Classification	Code Number	Premium Basis	Exposure	Rate (Premises)/ Rate (Prod/Comp Ops)	Advance Premium
LOC #1: RECYCLING COLLECTION CNTRS - OTHER THAN NFP	47146	s	492,000	4.588 INCLUDED	\$2,257 INCLUDED
LOC #1: GARBAGE, ASH OR REFUSE COLLECTING	95233	p	105,091	10.821 INCLUDED	\$1,137 INCLUDED
LOC #2: BLDGS OR PREMISES - BANK OR OFF - MERC OR MFG - MAINTD BY THE INSD (LRO) OTHER THAN NFP	61217	a	25,800	45.120 INCLUDED	\$1,164 INCLUDED
LOC #2: VACANT BLDGS - NOT FACTORIES - OTHER THAN NFP	68606	a	26,000	17.536 INCLUDED	\$456 INCLUDED
LOC #2: CONTRACTORS - EXEC SUPERVSRS OR EXEC SUPERINTD	91580	p	10,000	46.008 INCLUDED	\$480 INCLUDED
ADDITIONAL INSURED	44444	c	2	100.000 INCLUDED	\$200 INCLUDED
			a) Area p) Payroll s) Sales	c) Cost m) Admissions u) Units	
Total Advance Premium					\$5,694

THESE DECLARATIONS AND THE COMMON POLICY DECLARATIONS, IF APPLICABLE, TOGETHER WITH THE COMMON POLICY CONDITIONS, COVERAGE FORM(S), FORMS AND ENDORSEMENTS COMPLETE THE ABOVE NUMBERED POLICY.

All other Terms and Conditions of this Policy remain unchanged.

1-2-1-0904

Authorized
Representative

Date _____

CODE OF REGULATIONS
OF
MID-OHIO RECYCLING INC.

ARTICLE I - MEETING OF SHAREHOLDERS

(a) Annual Meetings. An annual meeting of shareholders, for the election of Directors, for the consideration of any reports and for the transaction of such other business as may be brought before the meeting, shall be held on the first Monday of the fourth month following the close of the corporation's fiscal year or on such other date as may be designated by the Board of Directors. If for any reason the election of Directors is not held at the annual meeting or any adjournment thereof, the Board of Directors shall cause the election to be held at a special shareholders' meeting as soon thereafter as is convenient. At any special meeting, the shareholders may elect Directors and transact any other business with the same effect as at an annual meeting.

(b) Special Meetings. Special meetings of the shareholders of this corporation shall be called by the Secretary, pursuant to a resolution of a majority of the Board of Directors, acting with or without a meeting, or by holders of record of 25% of all the shares outstanding at the calling of such meeting and entitled to vote at a shareholders' meeting. Calls for special meetings shall specify the time, place and object or objects thereof, and no business other than that specified in the call thereof shall be considered at any such meetings. The date shall be at least 14 and not more than 65 days after delivery of the request. If, upon such request, the Secretary does not within 5 days call the meeting, the persons making such request may call it by giving notice as provided in paragraph (c), Article I, or by causing it to be given by any designated representative.

(c) Notice of Meetings. A written or printed notice of the annual or any special meetings of the shareholders, stating the time and place, and in case of special meetings, the objects thereof, shall be given to each shareholder entitled to vote at such meeting appearing on the books of the corporation. Except as otherwise expressly required by law, notice of each shareholder's meeting, whether annual or special, shall not be more than 60 days and at least 7 days before the date specified for the meeting. If any shares are transferred after notice has been given, notice need not be given to the transferee. A record date may be fixed for determining the shareholders entitled to notice of any meetings of

shareholders, in accordance with the provisions of Article I, paragraph (g). Notwithstanding the above, no failure or irregularity of notice of any annual meeting shall invalidate the same or any proceeding thereat. It shall be the responsibility of the Secretary to mail such notice.

(d) Waiver of Notice. Any shareholder, either before or after any meeting, may waive any notice thereof required by law, the Articles, or these Regulations. Waivers must be in writing and filed with or entered upon the records of the meeting. Notice of a meeting will be deemed to have been waived by any shareholder who attends such meeting either in person or by proxy, and who does not, before or at the commencement of the meeting, protest the lack of proper notice.

(e) Quorum. Those shareholders present in person or by proxy entitling them to exercise a majority of the voting power shall constitute a quorum for any meeting of shareholders. In the event of an absence of a quorum at any meeting or any adjournment thereof, a majority of those present in person or by proxy and entitled to vote may adjourn such meeting from time to time. At any adjourned meeting at which a quorum may be present, any business may be transacted which might have been transacted at the meeting as originally called.

(f) Proxies. At any meeting of shareholders, any person who is entitled to attend, or to vote thereat, and to execute consents, waivers or releases, may be represented at such meeting or vote thereat, and execute consents, waivers and releases, and exercise any of his other rights, by proxy or proxies appointed by a writing signed by such person and submitted to the Secretary at or before such meeting. Voting by proxy or proxies shall be governed by all of the provisions of Ohio law, including the provisions relating to the sufficiency of the writing, the duration of the validity of the proxy or proxies, and the power of substitution and revocation.

(g) Fixing Record Date. The Board of Directors may fix in advance a date, not exceeding 60 days preceding the date of any meeting of shareholders, or the date for the payment of any dividend, or the date for the allotment of rights, or the date when any change or conversion or exchange of shares shall go into effect, as a record date for the determination of the shareholders entitled to notice of any such meeting, or to vote at any such meeting, or to receive payment of any such dividend, or to receive any such allotment of rights, or to exercise the rights in respect to any such change, conversion or exchange. Only the shareholders of record on the date so fixed shall be entitled to receive notice of such meeting, or to vote at such meeting, or to receive payment

of such dividend, or to receive such allotment of rights, or to exercise such rights, as the case may be, notwithstanding any transfer of any share on the books of the corporation after such record date. The shareholders of record on any such date shall be determined as of the close of business on that date.

ARTICLE II - SHARES

(a) **Certificates**. Certificates evidencing the ownership of shares of the corporation shall be issued to those entitled to them by transfer or otherwise. Each certificate for shares shall bear a distinguishing number, the signature of the Chairman of the Board or the President or a Vice President and the signature of the Secretary, an Assistant Secretary, the Treasurer, or an Assistant Treasurer of the corporation, and such recitals as may be required by law. The certificates for shares shall be of such tenor and design as the Board of Directors from time to time may adopt.

(b) **Transfers**. The shares of the corporation shall be assignable and transferable only on the books and records of the corporation by the registered owner, or by his duly authorized attorney, upon surrender of the certificate duly and properly endorsed with proper evidence of authority to transfer. The corporation shall issue a new certificate for the shares surrendered to the person or persons entitled thereto.

(c) **Lost, Stolen or Destroyed Certificates**. The holder of any shares in the corporation shall immediately notify the Secretary of any lost, stolen or destroyed certificate, and the corporation may issue a new certificate in the place of any certificate alleged to have been lost, stolen or destroyed. The Board of Directors may, at its discretion, require the owner of a lost, stolen or destroyed certificate or his legal representative to give the corporation a bond on such terms and with such sureties as it may direct, to indemnify the corporation against any claim that may be made against it on account of the alleged lost, stolen or destroyed certificate. The Board of Directors may, however, at its discretion, refuse to issue any such new certificate except pursuant to legal proceedings in a court having jurisdiction over such matter pursuant to Ohio law.

ARTICLE III - DIRECTORS

(a) **Number and Term**. The number of members of the Board of Directors shall be determined pursuant to law, or by resolution of the shareholders entitled to vote, but where said resolution provides for less than three (3) Directors, the number of Directors shall not be less than the number of shareholders. The Directors

shall hold office until the expiration of the term for which they were elected and shall continue in office until their respective successors shall have been duly elected and qualified.

(b) Compensation and Expenses. The Directors shall be entitled to such compensation, on a monthly or annual basis, or on the basis of meetings of the Board attended, or on both bases, as the Board of Directors may from time to time determine and establish. No Director shall be precluded from serving the corporation as an officer or in other capacity, or from receiving compensation therefor. Directors may be reimbursed for their reasonable expenses incurred in the performance of their duties, including the expense of traveling to and from meetings of the Board, if such reimbursement is authorized a majority of them.

(c) Election of Directors. At such meeting of the shareholders for the election of Directors at which a quorum is present, the persons receiving the greatest number of votes shall be the Directors. Any shareholder may cumulate his votes at an election of Directors upon fulfillment of the conditions prescribed in Section 1701.55 of the Ohio Revised Code, or any future statute of like tenor or effect.

(d) Vacancies. A resignation from the Board of Directors shall be deemed to take effect upon its receipt by the Secretary, unless some other time is specified therein. The acceptance of any resignation shall not be necessary to make it effective unless so specified in the resignation. In case of any vacancy in the Board of Directors, the remaining Directors, even though they may be less than a quorum of the entire number of Directors constituting a full Board, may at any duly convened meeting, except as hereinafter provided, elect a successor to hold office for the unexpired portion of the term of the Director whose place shall be vacant, and until the election and qualification of a successor at any shareholders' meeting called for that purpose.

(e) Regular Meetings. Regular meetings of the Board of Directors shall be held on such dates as the Board may designate.

(f) Special Meetings. Special meetings of the Board of Directors shall be called by the Secretary and held at the request of the President or a majority of the Directors.

(g) Notice of Meetings. The Secretary shall give notice of each meeting of the Board of Directors, whether regular or special, to each member of the Board.

(h) **Quorum.** A majority of the number of Directors, fixed in or established pursuant to paragraph (a) above as of the time of any meeting of the Board of Directors, must be present in person at such meeting in order to constitute a quorum for the transaction of business. An Act of a majority of the Directors present shall be the act of the Board of Directors. In the absence of a quorum, a majority of those present may adjourn a meeting from time to time until a quorum is had. Notice of an adjourned meeting need not be given. The Directors shall act only as a Board. Individual Directors shall have no powers as such.

(i) **Removal of Directors.** Any Director may be removed, either with or without cause, at any time, by the affirmative vote of a majority in voting power of the shareholders of record of the corporation entitled to vote, taken at a special meeting of the shareholders called for that purpose. A vacancy in the Board of Directors caused by any such removal may be filled by the shareholders at such meeting.

(j) **Place of Meetings.** The Board of Directors may hold its meetings at such place or places within or without the State of Ohio as the Board may, from time to time, determine.

(k) **Liability.** The provisions of Section 1701.59(D) of the Ohio Revised Code, or any statute of like tenor or effect which is hereafter enacted, shall not apply in any action brought by or in the right of the corporation against a Director.

ARTICLE IV - ELECTION OF OFFICERS

At the first meeting of the Board of Directors in each year (at which a quorum shall be present) held next after the annual meeting of the shareholders, and at any special meeting for such purpose, as provided in Article III(f), the Board of Directors shall elect the officers of the corporation. It may also appoint an executive committee or other committees and define their powers and duties. The Board of Directors shall have the discretion to determine from time to time the number of vice presidents the corporation shall have, whether or not assistant treasurers and assistant secretaries are needed, and if so, the number of assistant treasurers and assistant secretaries the corporation shall have. Furthermore, if there is more than one vice president, the Board may, in its discretion, establish designations for the vice presidency so as to distinguish them as to their functions or their order.

ARTICLE V - OFFICERS

The officers of this corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as the Board of Directors may, from time to time, elect, all of whom may or may not be Directors. Said officers shall be chosen by the Board of Directors, and shall hold office for one (1) year, or until their successors are elected and qualified.

Any officer or employee elected or appointed by the board of Directors, other than a Director, may be removed at any time for any reason upon vote of the majority of the whole Board of Directors. Any officer may resign at any time by giving written notice to the Board of Directors, the President, or the Secretary. Any such resignation shall take effect at the time specified therein, and unless otherwise therein, the acceptance of such resignation shall not be necessary to make it effective.

A vacancy in the office because of death, resignation, removal, disqualification or otherwise, shall be filled in the same manner prescribed for regular appointments or elections to such office.

ARTICLE VI - DUTIES OF OFFICERS

(a) **President**. The President shall preside at all meetings of shareholders and Directors. He shall exercise, subject to the control of the Board of Directors and the shareholders of the corporation, a general supervision over the affairs of the corporation, and shall perform generally all duties incident to the office and such other duties as may be assigned to him from time to time by the Board of Directors.

(b) **Vice President**. The Vice President shall perform all duties of the President in his absence or during his inability to act, and shall have such further duties as may be assigned to him by the Board of Directors.

(c) **Secretary**. The Secretary shall:

(i) Keep the minutes of all meetings of the shareholders and of the Board of Directors in one or more books provided for that purpose;

(ii) See that all notices are duly given in accordance with these Regulations or as required by law;

(iii) Be custodian of the corporate records;

(iv) Have charge, directly or through such transfer agent or agents and registrar or registrars as the Board of Directors may appoint, of the issue, transfer and registration of certificates for shares in the corporation and of the records thereof, such records to be kept in such manner as to show at any time the number of shares in the corporation issued and outstanding, the manner in which and time when such shares were paid for, the names and addresses of the holders of record thereof, the number and classes of shares held by each, and the time when each became the holder thereof;

(v) Keep and have charge of the original and duplicate stock ledger;

(vi) Exhibit at all reasonable times to any Director the aforesaid records of the issue, transfer and registration of such certificates, upon application at the place where those records are kept;

(vii) Have available at each shareholders' meeting the list of shareholders certified by the officer or agent in charge of the transfer of shares;

(viii) Sign (or see that the Treasurer or other proper officer of the corporation thereunto authorized by the Board of Directors signs), with the President or Vice President, certificates for shares in the corporation;

(ix) See that the books, reports, statements, certificates, and all other documents and records required by law are properly kept and filed; and

(x) In general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the Board of Directors or by the President.

(d) **Treasurer.** If required by the Board of Directors, the Treasurer shall give bond for the faithful discharge of his duties in such penal sum and with such sureties as the Board of Directors shall determine. He shall:

(i) Have charge and custody of, and be responsible for, all funds, securities, notes, contracts, deeds, documents and all other indicia of title in the corporation and valuable effects of the corporation; receive and give receipts for monies payable to the corporation from any source whatsoever; deposit all monies in the name of the corporation in such banks, trust companies or other depositories as shall be selected by or pursuant to the Directors

of the Board of Directors; cause such funds to be disbursed by checks or drafts on the authorized depositories of the corporation, signed as the Board of Directors may require; and be responsible for the accuracy of the amounts of, and cause to be preserved proper vouchers for, all monies disbursed;

(ii) Have the right to require from time to time reports or statements giving such information as he may desire with respect to any and all financial transactions of the corporation from the officers, employees or agents transaction the same;

(iii) Keep or cause to be kept, at the principal office or such other office or offices of the corporation as the Board of Directors shall from time to time designate, correct records of the monies, business and transactions of the corporation, and exhibit those records to any Director of the corporation upon application at such office;

(iv) Render to the Board of Directors or the Chairman of the Board or the President whenever requested an account of the financial condition of the corporation and of all his transactions as Treasurer and, as soon as may be after the close of each fiscal year, make and submit to the Board of Directors a like report for such fiscal year; and

(v) Lay before each annual meeting of the shareholders, or the meeting held in lieu of it, the financial statement required by Section 1701.38 of the Ohio Revised Code, or any future statute of like tenor or effect and furnish copies of such statements to shareholders as required by said Section 1701.38, or any such future statute.

ARTICLE VII - EXAMINATION OF BOOKS BY SHAREHOLDERS

The Board of Directors may make reasonable rules prescribing under what conditions and regulations the books, records, accounts and documents of the corporation, or any of them, shall be open to the inspection of the shareholders. No shareholder shall be denied any right to inspect any book, record, account or document of the corporation which is conferred by Section 1701.37 of the Ohio Revised Code or any other Ohio law. An original or duplicate stock ledger showing the names and addresses of the shareholders and the number and class of shares issued or transferred of record to or by them from time to time shall at all times during the usual hours of business be open to the examination of every shareholder at the principal office or place of business of the corporation in the State of Ohio.

ARTICLE VIII - ORDER OF BUSINESS - SHAREHOLDER MEETINGS

1. Call meeting to order.
2. Selection of Chairman and Secretary.
3. Proof of notice of meeting.
4. Roll call, including filing of proxies with the Secretary.
5. Appointment of Tellers.
6. Reading and disposal of previously unapproved minutes.
7. Reports of officers and committees.
8. If annual meeting, or meeting called for that purpose, election of Directors.
9. Unfinished business.
10. New business.
12. Adjournment.

This order may be changed by the affirmative vote of a majority in interest of the shareholders present.

ARTICLE IX - AMENDMENTS

These Regulations may be adopted, amended or repealed by the affirmative vote of a majority of the shares empowered to vote thereon at any meeting called and held for that purpose, notice of which meeting has been given pursuant to law, or without a meeting by the written assent of the owners of two-thirds of the shares of the corporation entitled to vote thereon.



State of Ohio Environmental Protection Agency

STREET ADDRESS:3232 Alum Creek Drive
Columbus, OH 43207-3417**Central District Office****TELE:** (614) 728-3778 **FAX:** (614) 728-3898**MAILING ADDRESS:**P.O. Box 1049
Columbus, OH 43218-1049

October 31, 2003

Mr. Earl Linder
Mid-West Recycling
P.O. Box 277
Edison, Ohio 43320RE: HPM Corporation, Plant 1
DERR ID #159-1494
Morrow County

Dear Mr. Linder:

This in response to the request you made during our telephone conversation on October 29, 2003 regarding the Division of Emergency and Response's (DERR) position on the former HPM Corporation Plant 1 site located in Mount Gilead, Ohio. At the current time, this is an inactive site in our database and DERR has no plans to further investigate the site.

Please note that this position is based on information available in the DERR files. Additional information may change this position and Ohio EPA reserves all rights, pursuant to Chapters 6111 or 3734 of the Ohio Revised Code and any other applicable state or federal law or regulation, to change this position and require additional investigation or remedial actions at the site.

You will also be receiving under separate cover all of the Chem-Tec Consultants, Inc. reports for HPM Corp. Plant 1 in the DERR files. They include a Site Assessment Report (dated November 1994) a Site Investigation Work Plan (dated July 1995) and five quarterly ground water sampling result reports.

If you have any questions, please call me at (614)728-3821.

Sincerely,

Deborah Strayton
Environmental Manager, Division of Emergency and Remedial Response
Central District Officecc: Sherrie Jenkins, CDO Records Manager
CDO fileD50
EPA 2501

HPM.mpg

Bob Taft, Governor
Christopher Jones, Director

SITE ASSESSMENT REPORT

FOR

HPM CORPORATION
(PLANT 1)
394 LINCOLN AVENUE
MOUNT GILEAD, OHIO 43338
MORROW CO.

DATE: OCTOBER 1995

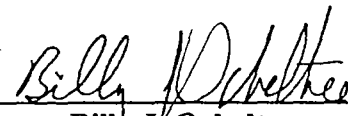
INCIDENT: #599627-01

CONCERNS

THE ASSESSMENT (BY OVEREXCAVATION) OF A 550 GAL GASOLINE UST
SYSTEM (REMOVED AUGUST 1989)

AS REPORTED BY

CHEM-TECH CONSULTANTS, INC.
559 STATE ROUTE 97 EAST
BELLVILLE, OHIO 44813
419/886-4375


Billy J. Ocheltree
REPORTER

10.24.95
Date


Craig A. Postel
PROJECT MANAGER

10.24.95
Date

CONFIDENTIALITY

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The information herein is given in good faith, but no warranty-expressed or implied-is made.

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Executive Summary

On August 22, 1989, an underground storage tank system was *permanently* removed from the South side of HPM plant #1 (*the site*). The system consisted of one *regulated* underground storage tank (*UST*) and associated equipment. The tank capacity was five hundred gallons and it had contained gasoline for company vehicle use.

The analytical data, derived from the closure sampling, indicated that at least one Aromatic Volatile Organic (*BTX*) per sample in *all* analyzed samples was above the allowable levels established at that time.

In September of 1989, all applicable reports (*Initial Corrective Actions, Site Investigation and Free Product Removal*) were generated by Chem-tech Consultants. The reports were then submitted to HPM for distribution.

In April of 1995, BUSTR Corrective Actions issued a request to continue the investigation at the above referenced site. A site score was calculated pursuant to the new regulations (*OAC 1301:7-9-13*) and the site was found to be in the *Category #3* range.

On July 31, 1995, a Site Assessment (via overexcavation of the former UST system area) was commenced.

During the assessment, approximately fifty gallons of ponded water was evacuated from the excavation. The water did not recharge from the ground into the excavation.

Following excavation, soil samples were collected from all sidewalls and bottom, field screened and the highest screened samples sent for analysis. The overexcavation activities concluded on August 1, 1995.

The subsequent analytical data indicated that the samples from the excavation *Bottom* and *North Sidewall* were above the current (Category #3) Site Action Levels for *Benzene* only. However, all analyzed samples indicated an overall reduction in volatile aromatics (Benzene, Toluene & Xylenes) of five to ninety-eight percent within the excavated area.

Due to the different methodologies used during closure and assessment activities, Ethyl Benzene, Oil & Grease and Petroleum Hydrocarbons were not used in the comparison. However, all current analyses for Ethyl Benzene and Total Petroleum Hydrocarbons are well below Site Action Levels.

On September 27, 1995, a Hand Operated Auger was employed to develop two core borings. One was in and the other adjacent to the excavated area. All samples were collected via a stainless steel core sampler. One confirmation sample from the excavation Bottom (CB #1) and the two samples with the highest field screening results from boring CB #2 submitted for analysis.

Upon receipt and interpretation of the analytical analyses by Chem-Tech Consultants, it was determined that all analytical data from both borings was well within current Site Action Levels.

Considering that peak sample analysis (based on Photoionization) represents a very small portion of the total excavation, the second sampling of the overexcavation area bottom provides a more representative view of the actual conditions.

The remaining contaminants in the North sidewall abate considerably within fourteen and one half feet of the excavated area and represent approximately seventy cubic yards (maximum potential) of material. It did not seem to be feasible to remove the material since to do so would expose a former buried rail road system (track, ties, etc.) and could weaken the road base of the main access road to the plant. This area is covered with asphalt and is not exposed to rain or ground water.

Soil
Analytical Tabulation

Overexcavation

Lab #	Location	Benzene (ppb) *	Toluene (ppb)	Ethyl- Benzene (ppb)	Xylene (ppb)	Total Petroleum Hydrocarbons (ppm)
3938	S. Wall @ 6'	161	23.4	376	1,620	22.8
3939	W. Wall @ 6'	229	32.3	1,200	623	30.3
3940	E. Wall @ 6'	<2.0 ¹	<2.0	<2.0	<2.0	<4.0
3941	Bottom @ 12'	412	51.9	<2.0	<2.0	5.6
3942	N. Wall @ 6'	1,740	236	2,730	10,100	76.8

**EPA Methods: BTEX - 8020
TPH - 8015**

*** Results in Parts Per Billion (ppb)**

Sample Dates: 08-01-95

¹ Detection Limit

● Map Symbol

Soil
Analytical Tabulation

Core Borings

Lab #	Location	Benzene (ppb) *	Toluene (ppb)	Ethyl- Benzene (ppb)	Xylene (ppb)	Total Petroleum Hydrocarbons (ppm)
5325	CB #1 @ 6'	27.5	3.6	6.9	6.2	37.6
5326	CB #1 @ 7'	27.7	5.3	15.6	11.4	51.1
5327	CB #2 @ 11'	<2.0	<2.0	<2.0	<2.0	21.3

EPA Methods: BTEX - 8020
TPH - 8015

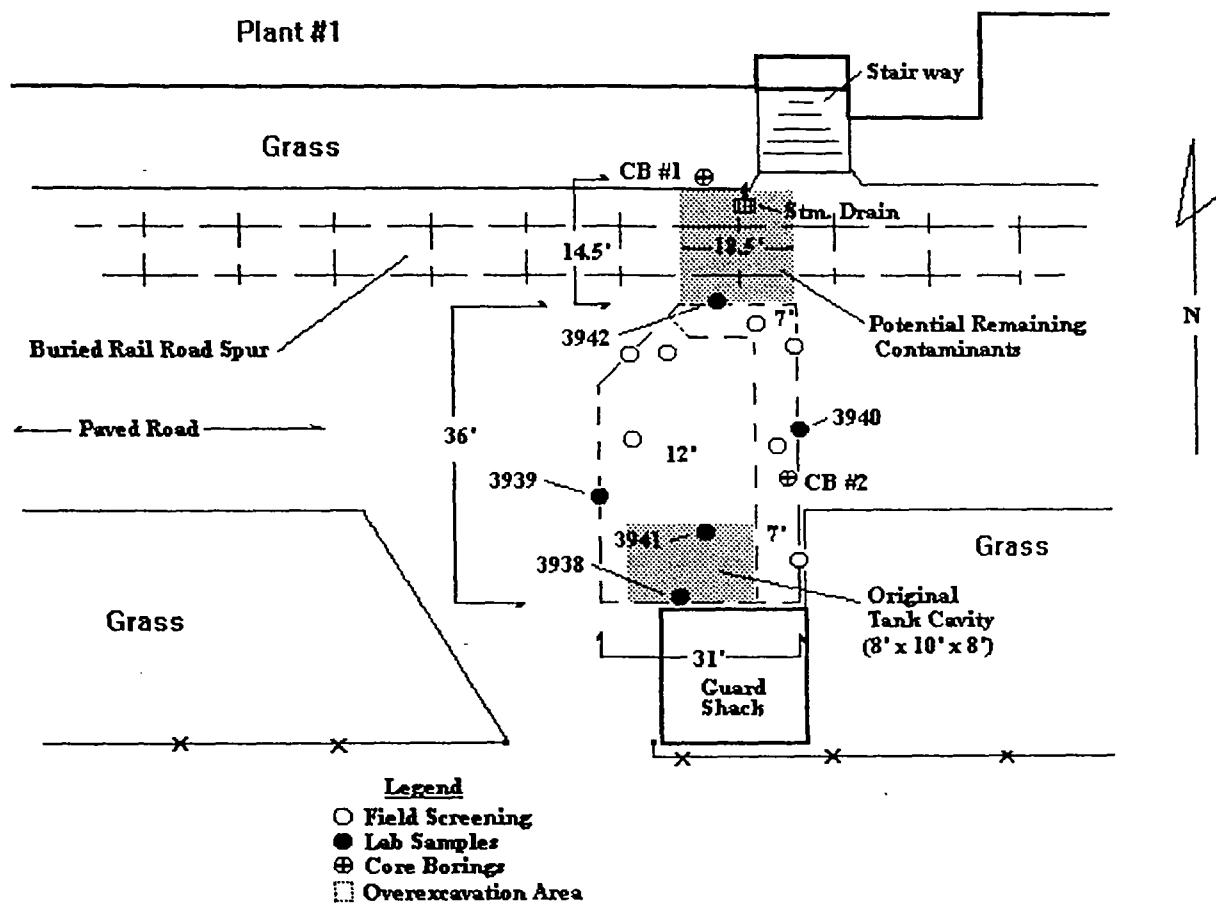
* Results in Parts Per Billion (ppb)

Sample Dates: 09-27-95

¹ Detection Limit

● Map Symbol

SAMPLE LOCATIONS



CHEM-TECH CONSULTANTS,
INC.

HPM Plant #1
394 Lincoln Ave.
Mt. Gilead, Ohio 43338
Morrow County

FILE #: 95003.2

MAP PREPARED BY: B.J.O.

DATE: 10-19-95

SITE ASSESSMENT REPORT

FOR

**HPM CORPORATION
(PLANT 1)
394 LINCOLN AVENUE
MOUNT GILEAD, OHIO 43338
MORROW CO.**

INCIDENT #5913228-00

DATE: NOVEMBER 1994

AS REPORTED BY

**CHEM-TECH CONSULTANTS, INC.
559 STATE ROUTE 97 EAST
BELLVILLE, OHIO 44813
419/886-4375**

**Billy J. Ocheltree
REPORTER**

**Craig A. Postel
PROJECT MANAGER**

94003.2\TM\RPT

Executive Summary

On October 1, 1991, a five thousand gallon underground storage tank (UST) was permanently removed from the west side of the property occupied by the HPM Plant #1 manufacturing facility. The tank was of steel construction and was approximately ten to fifteen years old.

The UST was one half of a ten thousand gallon tank that had been modified for "vertical" use. It had been employed to store used *Hydraulic* and *Cutting* oil.

The removal was conducted under state permitting by M.F.Brown, Inc. The removal was witnessed by Release Prevention Supervisor Chet Echard.

During removal of the tank, a release was encountered as free product and stained soil. The release was reported to the **Bureau of Underground Storage Tank Regulations** (BUSTR) by HPM and a product recovery operation was implemented.

A new (StiP3 Dual Wall Steel) storage tank system was subsequently installed in approximately the same location as the old one.

The **Initial Corrective Actions** report (90210A) was then filed with BUSTR in November of 1991.

In April of 1994 HPM was directed by BUSTR to conduct a **Site Assessment**. A site score was calculated per the provisions of the new regulations (**OAC 1301:7-9-13**) and the site was found to be a **Category #2** site.

On October 26, 1994, the field portion of the Site Assessment was concluded by Chem-Tech Consultants, Inc. The Assessment consisted of three Core Borings that were converted to Monitoring Wells.

Analytical results derived from the *Assessment* indicated that several volatile compounds (including chlorinated solvents) were encountered in the Soil and Ground Water samples. However, BTEX and TPH levels were below the site action levels in all analyzed samples.

Determinations

Considering currently available data, the Ground Water flow is to the West and Southwest.

All *Site Assessment* data indicates that BTEX and TPH levels are within the Category #2 Site Action Level in the sampled areas (CB #1 - 3). However, some of the chlorinated solvents were above the current MCLs (An in depth investigation of chlorinated solvents has not been conducted at this time).

The areas to the East and South were inaccessible due to the location of the manufacturing facility and elevated dock.

SITE ASSESSMENT AT CLOSURE

FOR TWO

10,000-GALLON UNDERGROUND #5 FUEL OIL

STORAGE TANKS

Located at

HPM CORPORATION

PLANT #1

Lincoln Avenue and HPM Drive

Mt. Gilead, Ohio 43338

Performed by:

CHEM-TECH CONSULTANTS

559 State Route 97 East

Bellville, Ohio 44813

Wynn H. Kearns
Geologist

RESULTS

Analytical results show detectable levels of total petroleum hydrocarbons (TPH) in soil samples. Soil samples from the south end of the excavation, where fill pipes were located, were higher in TPH than samples from the north end of the site. Signed analytical results and chain of custody records are located in the appendix.

CONCLUSION

Based upon the results of site observation and laboratory analyses, there appears to have been a release from the underground fuel oil storage tank system at HPM Plant #1, Mt. Gilead, Ohio. Potential sources of release include tank overfilling, surface release during filling, and product release from the tank system. There is evidence that all of these sources may have contributed to the level of TPH in soil samples.

Staining was present in soil surrounding the fill pipes, and in soil immediately below surface grade. This information suggests petroleum was released during tank filling or overfilling. As water was present in Tank #1, and a hole was found during inspection of the tank, it appears that product may have leaked from the tank into the surrounding soil. The actual time of release is unknown.

Dense, organic-rich clay of uniform consistency is the predominant soil type in the area. Information from well loggings suggest this relatively impermeable clay layer extends to a depth of 116 feet (see appendix for ODNr log). Corings at the base of the excavation were driven to determine the soil type at the site. Soil was uniform, dense clay to a depth of about 6 feet, where the cohesive nature of the clay caused auger refusal.

It is likely that organic material native to the soil may contribute to elevated TPH levels in soil samples. No volatiles were detected from soil using PID.

HPM Plant #1 is located on the northwest side of Mt. Gilead, Ohio. Currently, there are no sources of drinking water utilized within a widespread area. Mike Fry of the local Mt. Gilead Water Department was consulted concerning producing wells in the area. Mr. Fry knew of no current sources of drinking water in the area.

From the relatively low level of TPH in soil samples, and the impermeable nature of soil surrounding the previous tank location, it is unlikely that contamination in the form of petroleum will become an environmental issue at this site. Although detectable levels of TPH were present in soil, the impermeable nature of the material would confine any contaminant to the site.



1325 North Cole St.
Lima, Ohio 45801
PH: (419) 223-1362

508 Bissman Ct.
Mansfield, Ohio 44906
PH: (419) 525-1644

2/06/90

Chem-Tech Consultants

Mr. Gary Hoam

559 St. Rt. 97

Bellville OH

44813

Project: 386-HPM

Date samples received: 1/29/90

Lab # 15934 Sample ID: N end Base

Lab # 15936 Sample ID: S end Base

Client: Chem-Tech Consultants

Lab #:

15934

15936

Code Parameter (Units)

DW All Units Reported as Dry Weight

OGS Oil & Grease Hydrocarbon (mg/kg)

129.

171.

Analysis Certified By

Ohio EPA Certification: Chemical 715, Bacteriological 833

NVLAQ
Accredited



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Lima, Ohio 45801
PH: (419) 223-1362

508 Bissman Ct.
Mansfield, Ohio 44906
PH: (419) 525-1644

2/06/90

Chem-Tech Consultants

Mr. Gary Hoam

559 St. Rt. 97

Bellville OH

44813

Project: 386-HPM

Date samples received: 1/29/90

Lab # 15934 Sample ID: N end Base

Lab # 15935 Sample ID: N end 6'

Client: Chem-Tech Consultants

Lab #:	15934	15935
--------	-------	-------

Code	Parameter	(Units)
------	-----------	---------

DW	All Units Reported as Dry Weight	
----	----------------------------------	--

OGS	Oil & Grease Hydrocarbon (mg/kg)	129. 161.
-----	----------------------------------	-----------

RECEIVED FEB 7 1990

Analysis Certified By

Ohio EPA Certification: Chemical 715, Bacteriological 833

NVLAQ
Accredited



1325 North Cole St.
Lima, Ohio 45801
PH: (419) 223-1362

508 Bissman Ct.
Mansfield, Ohio 44906
PH: (419) 525-1644

2/06/90

Chem-Tech Consultants

Mr. Gary Hoam

559 St. Rt. 97

Bellville OH

44813

Project: 386-HPM

Date samples received: 1/29/90

Lab # 15935 Sample ID: N end 6'

Lab # 15937 Sample ID: S end 6'

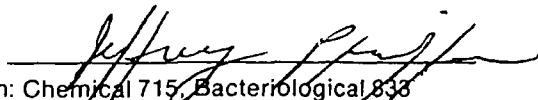
Client: Chem-Tech Consultants

Lab #:	15935	15937
--------	-------	-------

Code	Parameter	(Units)
------	-----------	---------

DW	All Units Reported as Dry Weight	
----	----------------------------------	--

OGS	Oil & Grease Hydrocarbon (mg/kg)	161.	241.
-----	----------------------------------	------	------

Analysis Certified By 
Ohio EPA Certification: Chemical 715, Bacteriological 833

NVLAQ
Accredited



1325 North Cole St.
Lima, Ohio 45801
PH: (419) 223-1362

508 Bissman Ct.
Mansfield, Ohio 44906
PH: (419) 525-1644

2/06/90

Chem-Tech Consultants

Mr. Gary Hoam

559 St. Rt. 97

Bellville OH

44813

Project: 396-HPM

Date samples received: 1/29/90

Lab # 15936 Sample ID: S end Base

Lab # 15937 Sample ID: S end 6'

Client: Chem-Tech Consultants

Lab #:

15936

15937

Code Parameter (Units)

DW All Units Reported as Dry Weight

OGS Oil & Grease Hydrocarbon (mg/kg)

171.

241.

RECEIVED FEB 7 1990

Analysis Certified By

Ohio EPA Certification: Chemical 715, Bacteriological 833

NVLAQ
Accredited

559

CHEM TECH CONSULTANTS

SAMPLE ID 386 HPM
 LAB # _____ (to be assigned by lab)

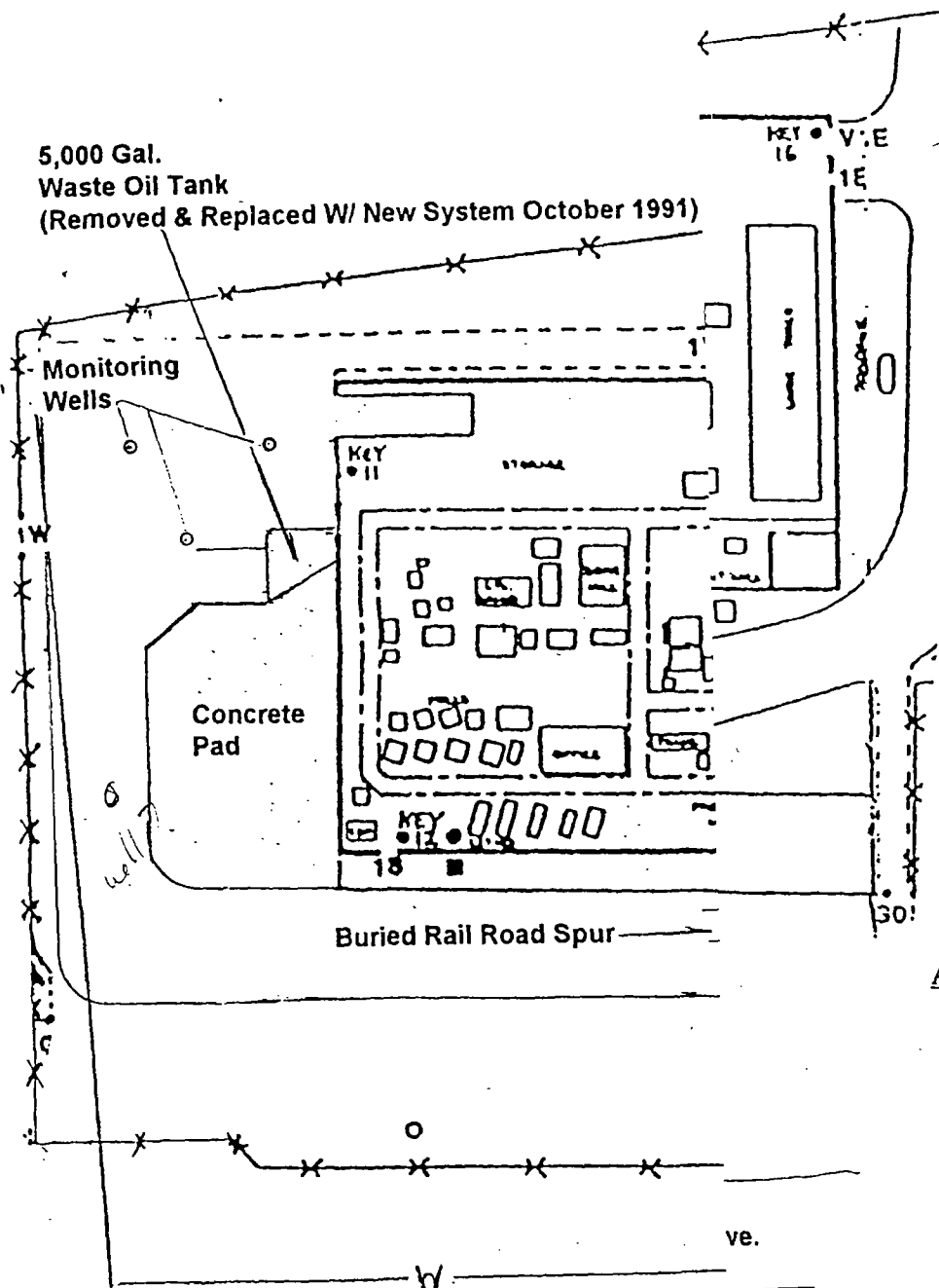
Date/Time Collected 1/26/90
 Date/Time Received _____

Sample Matrix: ☒ Solid ☐ Liquid ☐ Sludge (free liquids)

CHAIN OF CUSTODY RECORD

				SAMPLERS (Signature)					
STATION NUMBER	STATION LOCATION	DATE	TIME	SAMPLE TYPE			SEQ. NO.	NO. OF CONTAINERS	ANALYSIS REQUIRED
				Water		Air			
				Core	Grab				
	Nend Base	1/26/90	1130						TPH
	Nend 6'		1135						TPH
	Send Base		1111						↓
	Send 6'	✓	1115						↓
Relinquished by: (Signature) <i>W. H. 95</i>				Received by: (Signature) <i>Henry Bain</i>				Date/Time 1/26/90 11	
Relinquished by: (Signature) <i>Henry Bain</i>				Relinquished by: (Signature)				Date/Time	
Relinquished by: (Signature)				Received by: (Signature)				Date/Time	
Received by: (Signature)				Received by Mobile Laboratory for field analysis: (Signature)				Date/Time	
Dispatched by: (Signature)			Date/Time	Received for Laboratory by: <i>Jessam Frank</i>				Date/Time 1-29-90 1:15 PM	
Method of Shipment:									

SITE MAP



APPROXIMATE SCALE: 1" = 50'

CHEM-TECH CONSULTANTS,
INC.

HPM Plant #1
394 Lincoln Ave.
Mt. Gilead, Ohio 43338
Morrow County

FILE #: 95003.2

MAP PREPARED BY: B.J.O.

DATE: 10-19-95



April 11, 2000

HPM Company - Plant #2
820 Marion Avenue
Mount Gilead, OH 43338

ATTN : John Lanum

RE : PCB Sample Results

Dear John,

On December 28 through December 30 1999, samples were taken from all machines in both Plants 1 and 2 which were suspected of containing polychlorinated biphenyls (PCB's). Any machine that was manufactured before 1980 and contains hydraulic oil or heat exchange oil was suspected to contain PCB's. To reduce the cost of laboratory analysis, machines were sampled in groups of four, five, and six. There were 22 samples taken from 71 machines at Plant 1 and 12 samples taken from 35 machines at Plant 2. According to the laboratory analysis, no machine at Plant 2 contains oils with concentrations of PCB's greater than or equal to 50 ppm.

There were two samples which showed the possibility of machines containing PCB's at Plant 1. A second set of 11 samples was taken at Plant 1 on February 22, 2000 to single out the exact reservoirs which contain more than 50 ppm of PCB's. The laboratory analyses showed two reservoirs with high concentrations of PCB's. The two reservoirs are listed in the table below.

Machine			Reservoir Containing PCB's	Concentration
Name	Department	Number		
Carlton Radial Drill 4'	534	120102	Column Block	185 ppm
Garco Ironworker Shear	Formerly 514	500105	Hydraulic Oil	769 ppm

The two reservoirs mentioned above must be drained and cleaned. The internal surfaces of the reservoirs must be flushed three times with a solvent containing less than 50 ppm PCBs. The flushing solvent also must be able to solubilize PCBs to at least 5 percent by weight. Each rinse shall use a volume of the flushing solvent equal to approximately 10 percent of the reservoir capacity. The new oil placed in each reservoir should be tested to show a PCB concentration below 50 ppm 90 days after it is changed. Any oil removed from the two reservoirs before being

page 2,

certified as non PCB, should be removed from the facility as a PCB containing liquid and disposed of in an incinerator which complies with 40 CFR 761.70. Personal protective equipment should be worn by any individual who cleans the reservoirs to protect against dermal contact and inhalation of PCB containing material.

The floor should be swab sampled to show no contamination from drips, spills, or leaks. The Garco Ironworker Shear was moved between the two sampling events. Both areas and any other places either of the machines have been along with other suspect machines, should be swab sampled for PCB's. If contamination is found in the floor, remediation will need to be performed to clean up the floor into the acceptable PCB contaminant range. The floor concentration will need to be less than $10 \mu\text{g}/100 \text{ cm}^2$.

If you have any questions or concerns, please don't hesitate to call.

*Solvent wash on porous
surface if done immediately*

Sincerely,
Chem-Tech Consultants, Inc.

D. T. Lloyd
Daniel T. Lloyd, EIT
Environmental Engineer

DTL:dtl
Enclosure

C:\CHEMTECH\HPMCO\100003.00\PCB SAMPLE REPORT.DOC

*- Self-instructing
cleanup rules.*

*There ARE
probably A dozen different approaches*

*If PCB impacted, real estate or
machinery cannot be solvent
remediated.*

1 ppb - no deed restriction



P.O. Box 327
Mt. Gilead, OH 43338
Phone (419) 946-1879
Fax (419) 946-2109

January 12, 2004

Ms. Sara J. Daneman
Law Offices of Sara J. Daneman
62 Mill Street
Gahanna, OH 43230

RE: **HPM Plant 1**
Mt. Gilead, Ohio

Dear Sara:

Per your request, I am attaching all correspondence and documentation I have regarding the Phase I Environmental report. As I indicated to you, I am not in possession of the complete reports referenced in your request. I was provided partial copies of the reports (which I have attached) while interviewing the previous environmental consultant (Chem-Tech Consultants). My contact at Chem-Tech was Mr. Gary Hoam (419) 886-4375.

If you have any questions during your review of this material, I can be reached at (419) 946-1879 or on my mobile at (419) 565-5856.

Sincerely,

BEC ENVIRONMENTAL CONSULTING, LLC

Jeffrey J. Bood

/Attachments

LETTER OF TRANSMITTAL

[illegible]

WE ARE SENDING YOU ☒ Attached ☐ Under separate cover via _____ the following items:

- [illegible]

☐ For approval ☐ Approved as submitted ☐ Resubmit _____ copies for approval
☐ For your use ☐ Approved as noted ☐ Submit _____ copies for distribution
☒ As requested ☐ Returned for corrections ☐ Return _____ corrected prints
☐ For review and comment ☐ _____
☐ FOR BIDS DUE _____ 19 _____ ☐ PRINTS RETURNED AFTER LOAN TO US

COPY TO _____

SIGNED

If enclosures are not as noted, kindly notify us at once.

102003 - 001

Chem-Tech Consultants, Inc.

From: "BEC Environmental Consulting, LLC" <bood@bright.net>
To: <chemtech1@earthlink.net>
Sent: Friday, November 22, 2002 10:25 AM
Subject: HPM Plant No. 1

Gary-

I would like to get copies of the following items:

1.) Any report/correspondence regarding the waste oil tank release, monitoring wells, and sampling and any applicable NFA letter. *Cap - Site Maps - Summary*

2.) Any reports/correspondence regarding any tank removals/upgrades and applicable NFA letters, if appropriate. *Cap NFA - Site Map - Summary*

3.) Report or conclusions regarding the PCB study. *Cap - report*

4.) Any correspondence regarding the situation involving zinc in the sanitary sewer. *Cap*

5.) Any correspondence regarding asbestos issues. *Cap*

6.) Any correspondence regarding the dumping of solvents near the NW corner of the building. *OEPA Report & Status Change*

7.) Any correspondence and applicable NFA letters regarding the closure of the chromium tank and associated process tank. *Cap*

Once you have gathered all the information, let me know how you plan to send or what the best way will be for me to obtain.

Thanks for your help and have a good weekend.

Jeff Bood

BEC Environmental Consulting, LLC

Phone: (419) 946-1879

Fax: (419) 946-2109

Mobile: (419) 565-5856

email: bood@bright.net

11/22/02

October 9, 1997

Page 2

4. The SARA III - 313 report was submitted prior to the September 8, 1997 deadline.
5. The concrete and chrome leaching study report has been submitted to Ohio EPA.

INDUSTRIAL HYGIENE AND SAFETY

1. The written Personal Protective Equipment Plan (including the Respirator Protection Plan) and Hearing Conservation Program have been completed in draft form. Please review and send any changes to us so we can finalize the plans.
2. The Management Safety Training Program has also been developed in draft form. After your review it will be finalized with any additions or corrections.
3. The Hazard Communication Plan should be reviewed and updated. We will complete this review by October 31, 1997.
4. Respirator fit tests and training is required and will be performed prior to December 31, 1997.
5. An annual evacuation drill is required.
6. Fire extinguisher training is required once per year. The local fire department usually gives this training. We suggest that only supervisors and maintenance people receive this training.
7. Preliminary noise monitoring was performed on November 4, 1994 by Lawrence Gallup (Enclosed). Two machines indicated that noise levels may be exceeded over an 8 hour period. However, the test duration was between 5 and 15 minutes and did not give a representative indication of the 8 hour test. Additional tests were authorized and should be completed by November 30, 1997.

TANK MANAGEMENT

1. Ohio EPA has not contacted us regarding the Plant 1 monitoring wells which were last sampled in October 1996. We will continue to wait for the Ohio EPA to review the data. No samples are needed until they review the data and notify you regarding any additional requirements.

WASTEWATER

1. The SPCC Plan been revised. Copies are enclosed. The management approval is by John Beary, Vice President of Manufacturing.
2. The Storm Water Pollution Prevention Plan (SWPPP) has been revised in accordance with the recommendations of the last inspection. This plan will be sent by October 15, 1997.

F. 02

**PRELIMINARY ASSESSMENT
UPDATE
January 1996**

HPM Corporation - Plant #1
394 Lincoln Avenue
Mt. Gilead, OH 43338

Ohio ID# 159-1494
Morrow County

Owner/ Operator: HPM Corporation
820 Marion Road
Mt. Gilead, OH 43338

A Preliminary Assessment (PA) for HPM's Plant #1 in Mount Gilead, Ohio was completed by Ohio EPA's Division of Emergency and Remedial Response (DERR) in July of 1995. The PA had been based, in part, on analytical results from monitoring well samples collected in October of 1994. Since that time, Chem-tech Consultants, Inc. has performed quarterly monitoring of the three on-site groundwater monitoring wells for HPM (October 1995 and January 1996). During both of these quarterly sampling events, water level measurements and groundwater samples for laboratory analysis were collected. Analytical results from the October 1995 and January 1996 groundwater samples indicate Volatile Organic Compounds (VOCs) in groundwater at concentrations significantly above MCLs. There are no monitoring wells located near the downgradient edge of the property, so it is not known if contaminated groundwater is leaving the site.

In light of these increased levels of VOCs detected in the recently collected shallow groundwater samples (analytical results attached), I recommend that the listing of this site be upgraded from a low to a medium priority. The Mount Gilead Water Plant services everyone within the city's corporation limits.

In addition, water-level measurements collected during the October 1995 and January 1996 sampling events indicate that the primary flow direction of shallow groundwater at the site is currently towards the south and southwest, respectively. The PA indicated an assumed flow direction to the west-northwest, as the monitoring wells had not been surveyed at that time.

Lin J Krause
Site Coordinator
DERR/CDO

Quarterly Groundwater Monitoring
Volatile Organic Compounds
HPM Corporation Plant 1

Monitoring Well	Analytical Results (µg/L)			
	1st Quarter 10/5/95	2nd Quarter 1/16/96	3rd Quarter	4th Quarter
-1	<i>cis</i> -1,2-Dichloroethene	57.1	<i>cis</i> -1,2-Dichloroethene	55.0
	<i>trans</i> -1,2-Dichloroethene	5.2	<i>trans</i> -1,2-Dichloroethene	6.6
	Trichloroethene	34.4	Trichloroethene	38.0
-2	<i>cis</i> -1,2-Dichloroethene	95.4	<i>cis</i> -1,2-Dichloroethene	58.7
	<i>trans</i> -1,2-Dichloroethene	24.0	<i>trans</i> -1,2-Dichloroethene	16.3
	Trichloroethene	129	Trichloroethene	74.3
	Vinyl Chloride	7.9	Vinyl Chloride	5.9
-3	1,1-Dichloroethene	11.4	1,1-Dichloroethene	11.7
	<i>cis</i> -1,2-Dichloroethene	1,390	<i>cis</i> -1,2-Dichloroethene	1,490
	<i>trans</i> -1,2-Dichloroethene	76.0	<i>trans</i> -1,2-Dichloroethene	96.0
	Trichloroethene	1,420	Trichloroethene	1,660
	Vinyl Chloride	113	Vinyl Chloride	159
1095 MCLs 70 100 5 2				
1860 98.6				

No other volatile organic compounds present above detection limits: Detection limit for Acetone, MEK, 2-Hexanone, MIBK, and Vinyl Acetate is 5 µg/L; Detection limit for all other volatile organic compounds is 5 µg/L.



State of Ohio Environmental Protection Agency

Central District Office

STREET ADDRESS:

3232 Alum Creek Drive
Columbus, OH 43207-3417

TELE: (614) 728-3778 FAX: (614) 728-3898

MAILING ADDRESS:

P.O. Box 1049
Columbus, OH 43216-1049

July 19, 1995

RE: Completion of Preliminary
Assessment for HPM Corporation Plant #1
ID #159-1494
Morrow County

Mr. Paul Sheets
HPM Corporation
820 Marion Road
Mt. Gilead, Ohio 43338

Dear Mr. Sheets:

The Ohio EPA, Division of Emergency and Remedial Response (DERR) has completed the enclosed preliminary assessment as part of an ongoing process to identify and remediate hazardous or potentially hazardous waste sites in Ohio. We are providing you with a copy of this information because you have been identified as an owner and/or operator at this site.

The preliminary assessment is the first step in the investigative process. Preliminary assessments serve to screen sites to determine if there has been a release or if a potential for a release exists. The preliminary assessment also evaluates whether or not a site poses any threat or potential threat to human health or to the environment. This determination is based on a review of all available information.

Priority ratings are assigned to a site once a preliminary assessment has been conducted. A site is assigned one of the following priorities: high, medium, low or zero. These priorities are based on information available to the Agency on the degree of hazard presented by the site. These assessments may be updated as new information becomes available. Sites on the Ohio Master Sites List that have not had a preliminary assessment performed have not been assigned a priority. These priorities are used to determine whether or not additional investigation is necessary.

Once a site has been prioritized it may proceed through the investigative process. Further activities may include state interim or emergency actions, remedial investigation and cleanup or listing on the U.S. EPA National Priorities List.

Preliminary assessments are prepared by staff in Ohio EPA's five district offices. These documents are kept on file in the central office and in the appropriate district office. The preliminary assessments are considered public information.

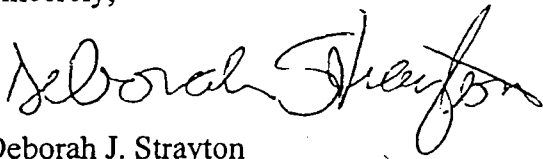


Mr. Paul Sheets
HPM Corporation Plant #1
July 19, 1995
Page 2

We are giving you this information to better enable you to address any possible inquiries from the public. We welcome any additional information, comments, or questions that you may have.

Please feel free to contact me at (614) 728-3778 should you have any questions or concerns regarding the attached preliminary assessment.

Sincerely,

A handwritten signature in cursive script, appearing to read "Deborah J. Strayton".

Deborah J. Strayton
Unit Supervisor
Division of Emergency and Remedial Response
Central District Office

Enclosure

cc: CDO File

PRELIMINARY ASSESSMENT

HPM Corporation - Plant #1

394 Lincoln Avenue
Mt. Gilead, OH 43338

Ohio ID# 159-1494
Morrow County

July 1995

Owner/ Operator: HPM Corporation
820 Marion Road
Mt. Gilead, OH 43338

Site Description

The HPM Corporation (HPM) Plant #1 is located at 394 Lincoln Avenue in Mt. Gilead, Morrow County, Ohio. (Latitude 40 30'27"; Longitude 82 50'20"). The facility is located on a 7 acre property owned by HPM in a predominantly residential area.

Site History

HPM (Hydraulic Press Manufacturing) Corporation was founded in 1877 as a manufacturer of apple presses. HPM eventually began manufacturing the hydraulic presses used in World War II to build armament, airplanes and ammunition. After the war, HPM modified manufacturing operations from hydraulic metal stamping presses to hydraulic plastic molding presses. Currently, HPM manufactures and remanufactures plastic injection molding machines, extruder systems and metal die-casting machines. The company operates four plants in Ohio: three manufacturing plants in Mount Gilead and a remanufacturing facility in Marion. The remanufacturing facility remanufactures injection molding, extrusion and die casting machines as well as metal stamping presses.

HPM Plant #1 was the original manufacturing plant; currently, metal fabrication, heat treating, and machining of small parts are performed at Plant #1.

Waste Characteristics

In 1990, HPM contracted Chem-tech Consultants, Inc. (Chem-tech) to perform a site assessment at Plant #1 under the Bureau of Underground Storage Tank Regulations (BUSTR) for the removal of a 5,000 gallon underground storage tank (UST). The tank was used to store waste hydraulic and cutting oils, and was replaced with a double-walled steel UST, which is continually monitored for leaks. The waste oil stored in the new tank is shipped to Clark Processing for recycling.

Approximately 300 cubic yards of fill and native soil contaminated with petroleum hydrocarbons and volatile organic compounds (VOCs) were removed during the excavation and stockpiled at HPM Plant #2 where the contaminants are biodegrading. Approximately 20 gallons of free

product and 8,000 gallons of contaminated water were transported to Fishburn Services in Marengo, Ohio for disposal. The free product was believed to be waste hydraulic and cutting oil. The tank and associated materials were transported to Sims Iron and Metal in Marion, Ohio.

Sidewall sampling and analysis indicated total petroleum hydrocarbons (TPH) to 9177 ppm, and concentrations of benzene, toluene, ethyl benzene and xylenes (BTEX) to 0.018, 0.034, 847 and 8150 ppm, respectively. These toluene, ethylbenzene and xylene concentrations exceed generic soil screening levels established by US EPA (December 1994). When these concentrations are exceeded, there is potential for groundwater contamination. Groundwater at this site is very shallow, approximately 6 to 7 feet below ground surface.

During the assessment by Chem-tech, three monitoring wells were installed on site. The three monitoring wells are within 25 feet of the removal area and are approximately 15 feet deep. Groundwater samples collected on 26 October 1994 contained chlorinated compounds. Trichloroethene (TCE) was detected in MW-1 at 6.4 ppb and in MW-3 at 55.3 ppb. Vinyl chloride was detected in MW-2 at 57.7 and in MW-3 at 22.2 ppb. Federal maximum contaminant levels (MCLs as of January 1995) for TCE and vinyl chloride are 5 and 2 ppb, respectively.

Geology/Hydrogeology

Soil Survey of Morrow County maps indicate the site is located on Amanda Silt Loam. The Amanda series is a well drained soil that formed in medium lime glacial till. Typically, the surface layer consists of a brown, friable silt loam approximately 7 inches thick. The upper subsoil (approximately 31 inches thick) consists of a yellowish brown, friable silt loam and loam; the lower subsoil consists of a strong brown and yellowish brown, mottled, calcareous, very firm clay loam and loam. The substratum (to a depth of 80 inches) consists of yellowish brown, very firm, glacial till. The soil may be moderately well drained to gravelly (very well drained). Permeability is moderate to moderately slow.

The Ohio Department of Natural Resources (ODNR) Groundwater Resource Map for Morrow County indicates that the site is located in an area of poor ground water production. Generally less than 30 feet of clay overlie an impermeable Devonian shale unit. Dry holes are common. There are reportedly no known potable water wells within 1000 feet of the site.

During drilling of the on-site monitoring wells, a layer of water-bearing sand was encountered at approximately 7.5-15 feet. A grey, firm, silt clay was observed below the sand layer. Water-levels measured in the three on-site monitoring wells on 23 June 1995 indicate shallow groundwater occurs between 6.42 and 7.12 feet below grade and flows to the west-northwest. Direction of deeper groundwater flow is undefined.

Groundwater Pathway

Groundwater contamination has been documented beneath the site. Vinyl chloride and TCE were detected in on-site monitoring wells at concentrations up to 57.7 and 55.2 ppb, respectively.

Residents in the vicinity of the facility utilize groundwater for their water supply through public and private water well systems. The Mt. Gilead municipal water well field is located

approximately one mile northeast of the site and serves both Mount Gilead and Edison. Mount Gilead has a population of approximately 2850. The village of Edison has a population of 508 and is located one mile northwest (and directly down-gradient) of the site.

The Mount Gilead Water Department indicated that as of July 1995, it serves 130 customers in Edison and 1200 customers in Mount Gilead. These customers include residences, businesses and schools. The exact number of private water wells in the vicinity of the site has not been determined (as a large number of wells installed in this township during the last 10 years have not been located by ODNR). Current records indicate 4 wells within one mile down-gradient of the site and 17 (additional) wells within one and a half miles down-gradient of the site.

Many of the private water wells in Edison are less than one and a half miles down-gradient of the site. Most of these private water wells (at least two of which are less than 1 mile directly down-gradient of the site) draw water from a shallow sand and gravel unit approximately 8 to 40 feet below grade. It is possible that this shallow aquifer is contiguous with the shallow permeable unit beneath the site, and could be affected by the groundwater contamination.

The Mount Gilead municipal water well field is composed of 5 municipal water wells, screened at depths ranging from less than 60 feet to 150 feet below ground surface, with screens approximately 10 feet in length. Well #5, installed in the early 1980's, is the newest water well in Mount Gilead's system. Well #5 is the shallowest of the water wells, screened less than 60 feet below ground surface, and is the highest producing well in the system, with flow volumes up to 700 gallons per minute (gpm).

It is not known if the small, productive aquifer supplying the Mount Gilead municipal water system is connected hydrogeologically to the contaminated sand layer found beneath the HPM site (7.5 to 15 feet below grade). Based on available well logs, layers of clay approximately 35 feet thick may separate the aquifers, slowing the migration of the affected groundwater beneath the facility towards the municipal well field of Mount Gilead. The Mount Gilead well field is located in the only aquifer capable of municipal production quantities of water in this area.

Surface Water Pathway

Currently, HPM has an NPDES permit for a non-contact cooling water outfall that discharges into a tributary of Whetstone Creek. According to the Division of Surface Water files, HPM has violated only the pH limits of their permit. Surface water on site appears to also drain into this tributary. It has not been determined if surface runoff from the facility is contaminated.

Soil Pathway

Soil contaminated with petroleum hydrocarbons and BTEX have been left on-site (see Waste Characteristics, above), however the levels of contamination are only a potential threat to groundwater, and are not a concern to children or adults at these concentrations. Most of the affected soils are below ground and are not available for human contact.

Air Pathway

The chemicals of concern are primarily in subsurface soils and are not exposed to the air.

Recommendation

Although groundwater contamination has been detected beneath the site, the Mount Gilead well field, which serves most of the people in Mount Gilead and Edison, is a mile up-gradient of the site and is not likely to be affected. Based on available information, and the distance between the site and possible residential wells, the Ohio EPA recommends a low priority for future action at this site.

References

Chem-Tech 1994, Site Assessment Report for HPM Corporation (Plant 1), 394 Lincoln Avenue, Mount Gilead, Ohio 43338, Morrow Co.

ODNR 1987, Division of Soil and Water Conservation Progress Report #81, An Inventory of Ohio Soils: Morrow County.

ODNR 1981, Division of Water, Ground-Water Resources of Morrow County map.

ODNR 1995, Division of Water, well log files.

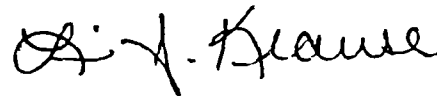
OEPA 1995, Division of Drinking and Groundwater, project files.

OEPA 1994, Division of Surface Water, project files.

Sunday Star, March 29, 1992, page 5G

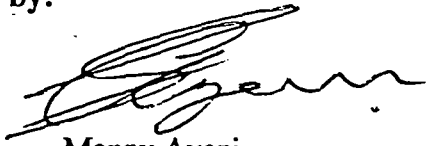
US EPA 1995, Drinking Water Standards and Health Advisories Table, Region IX, January 1995

Prepared by:

 11 July 95

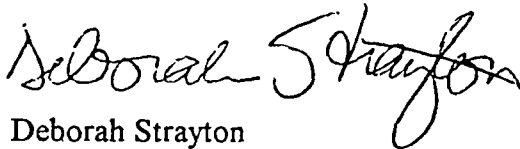
Lin J Krause
Site Coordinator
DERR/CDO

Reviewed by:

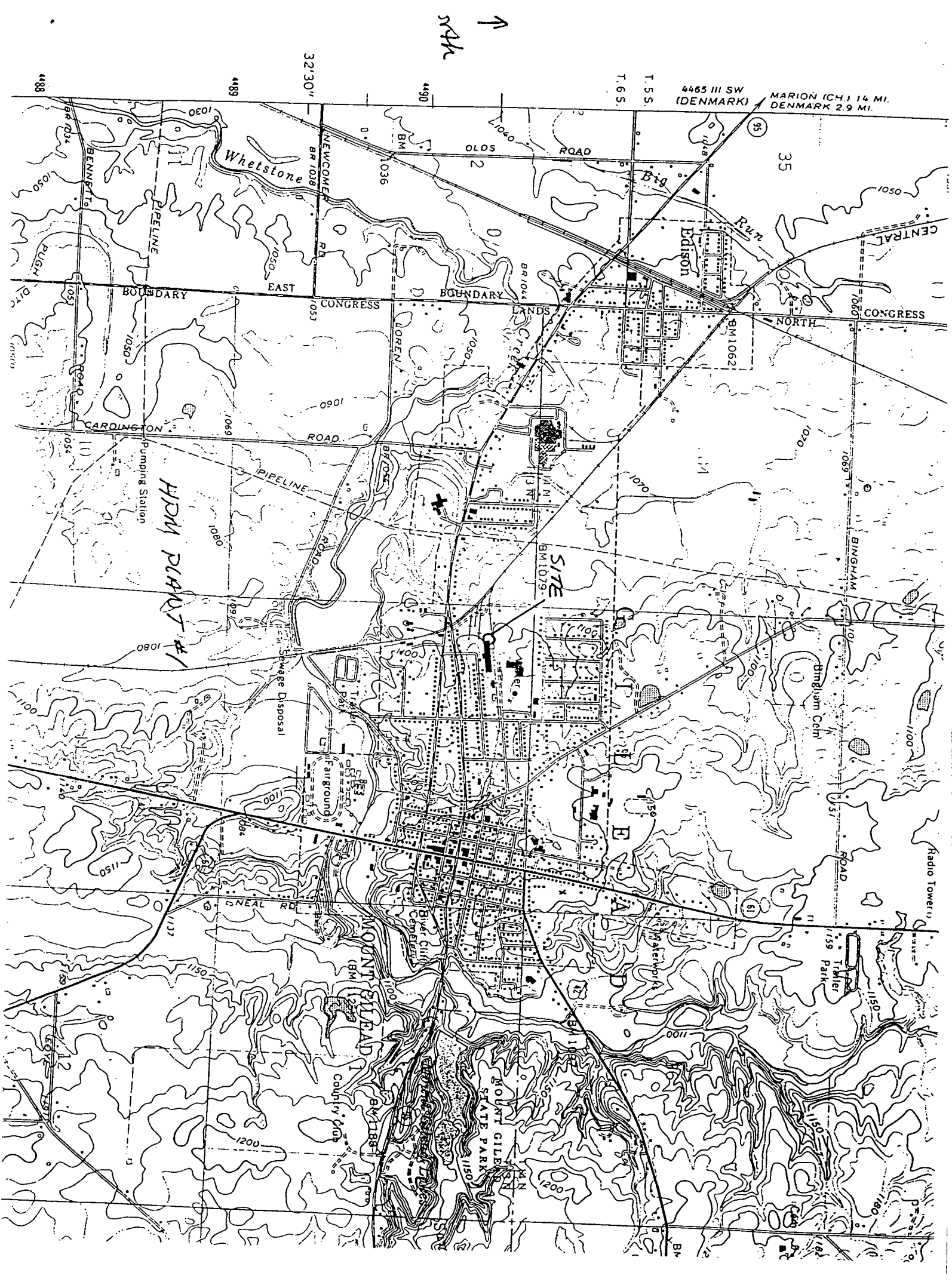
 7/11/95

Manny Ayeni
Group Leader
DERR/CDO

Reviewed by:



Deborah Strayton
Unit Supervisor
DERR/CDO



Chem-Tech Consultants, Inc.

Chemical & Environmental Engineering



September 13, 1996

HPM Corporation (Plant 2)
820 Marion Rd.
Mt. Gilead, Ohio 43338

Attn: Jim Griffey

Re: CFR 29 1910.1001 Asbestos Standard (Labor)

*Asbestos
PLT #1*

Dear Jim:

Per our recent conversation, I have obtained another copy of the above referenced regulation and attached it to this letter. Thank you for bringing this matter to my attention. Should you require additional assistance, please call.

Sincerely,
Chem-Tech Consultants, Inc.


Billy J. Ocheltree
Environmental Specialist II

C:\CHEMTECH\HPMCO\96003.7\TMRPT.DOC

August 30, 1996

HPM Corporation (Plant 2)
820 Marion Rd.
Mt. Gilead, Ohio 43338
Attn.: Jim Griffey

Subject: Visual Asbestos Suspect Material Inspection at Plant #1

Dear Jim:

On August 21 & 22, a visual inspection for suspect asbestos containing materials (ACM) was made of the buildings located at Plant #1 in Mt. Gilead, Ohio. The buildings were inspected by Bill Ocheltree.

Types of suspect ACM identified during the inspection:

1. Surfacing - plaster walls and ceiling in second floor rooms in old office building. Damaged material should be removed and disposed properly by appropriately trained personnel. However, the undamaged areas may be encapsulated. Dust and debris in the area containing surfacing ACM or visibly deteriorated ACM shall not be dusted or swept dry, or vacuumed without using a high efficiency particulate air (HEPA) filter.
2. Thermal System Insulation - Pipe insulation was observed throughout the facility as well as Boiler insulation in the old Boiler Room. The Pipe insulation for the most part was in good condition. However, some insulation was damaged and the material in the Boiler Room was in poor condition. This insulation should not be disturbed by cutting drilling or any other work. The damaged areas may be repaired and encapsulated by appropriately trained personnel. The encapsulation should either be regularly maintained or the insulation should be removed. Dust and debris in the area containing thermal system insulation or visibly deteriorated ACM shall not be dusted or swept dry, or vacuumed without using a high efficiency particulate air (HEPA) filter.
3. Miscellaneous - a. Floor Tile and linoleum in east end of old office building (behind the vault) and on second floor of old office building. The tile may be constructed of asbestos containing materials if installed prior to 1980. This material is not generally considered friable unless it is excessively worn. Cutting, drilling, removing, or any work on the floor tile that could create dust must be done by appropriately trained personnel. Asbestos containing floor material (ACFM) should be cared for as follows:
 - i. Sanding of ACFM is prohibited.
 - ii. Stripping of finishes shall be conducted using low abrasion pads at speeds lower than 300 rpm and wet methods.
 - iii. Burnishing or dry buffing may be performed only on ACFM that has sufficient finish so that the pad cannot contact the ACFM.
- b. Plasterboard (sheetrock) ceiling in garage. Some damaged or friable material was observed. Damaged material should be removed and disposed properly. However, the undamaged areas may be encapsulated. Cutting, drilling, removing, or any work on these panels that could create dust must be done by appropriately trained personnel.

c. Transite panels were used in the roof of the main facility and some wall panels. These panels are generally non-friable and were usually painted. Cutting, drilling, removing, or any work on these panels that could create dust must be done by appropriately trained personnel.

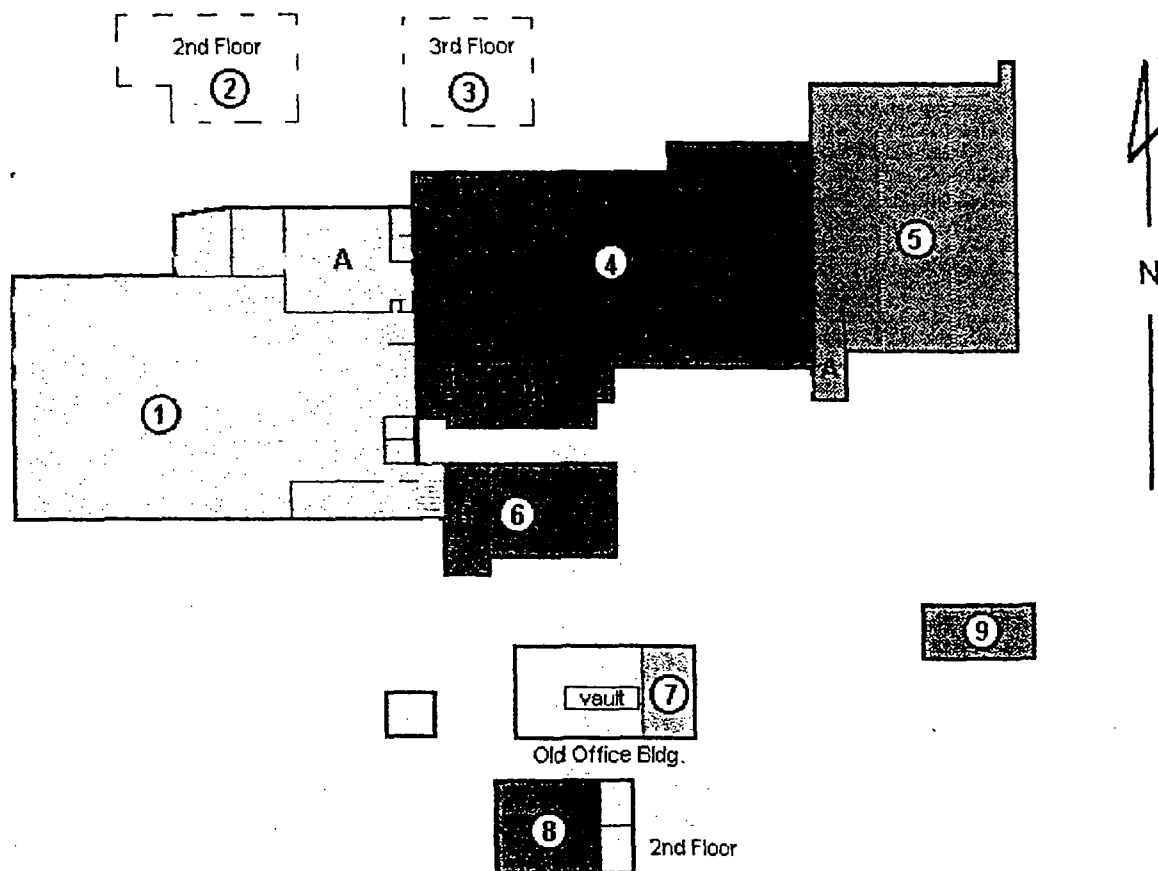
The areas indicated were all constructed prior to 1980. Therefore, all above referenced materials were considered suspect.

The location and description of the suspect ACM is as follows (also see attached diagram):

BUILDING SECTION	LOCATION	DESCRIPTION OF SUSPECT ACM
1	SAWTOOTH BAYS	PIPE INSULATION (1,200 ft) TRANSITE PANELS (Roof - 35,500 ft ²) TRANSITE PANELS (Siding -4,000 ft ²)
1A	TOOL CRIB, GAGE & GRINDING ROOM	TRANSITE PANELS (Walls -2,000 ft ²) TRANSITE PANELS (Ceiling- 400 ft ²)
2	2ND FLOOR	TRANSITE PANELS (Walls - 400 ft ²)
3	3RD FLOOR	TRANSITE PANELS (Walls - 400 ft ²) TRANSITE PANELS (Ceiling- 3,600 ft ²)
4	MIDDLE BAY AREA	PIPE INSULATION (1,100 ft) TRANSITE PANELS (Roof - 23,000 ft ²)
4A	MAINTENANCE	PIPE INSULATION (24 ft) TRANSITE PANELS (Roof - 600 ft ²)
4B	HEAT TREAT ROOM	PIPE INSULATION (68 ft) TRANSITE PANELS (Roof - 1,700 ft ²) TRANSITE PANELS (Walls, Under Furnace & Door - 1,600 ft ²)
4C	PUMP ROOM	TRANSITE PANELS (Roof - 130 ft ²)
5	EAST BAY AREA	PIPE INSULATION (225 ft) TRANSITE PANELS (511 Roof - 4,800 ft ²)
5A	FURNACE ROOM	TRANSITE PANELS (Roof - 800 ft ²)
6	OLD BOILER ROOM	TRANSITE PANELS (Roof - 1300 ft ²) PIPE INSULATION (144 ft) BOILER JACKETS (640 ft ²)
6A	OLD CHROME ROOM	TRANSITE PANELS (Roof - 1,300 ft ²)
6B	MAINTENANCE STORAGE	TRANSITE PANELS (Roof - 1,800 ft ²)
7	OLD OFFICE BUILDING (BEHIND VAULT)	CEILING TILE (1,200 ft ²) LINOLEUM FLOOR (1,200 ft ²)
8	OLD OFFICE BUILDING (2ND FLOOR)	CEILING TILE (1,500 ft ²) FLOOR TILE (1,500 ft ²) PLASTER CEILINGS (2,100 ft ²) PLASTER WALLS (4,100 ft ²)
9	GARAGE BAYS	PLASTERBOARD (ROUGH) CEILINGS (1,600 ft ²)

Note: All measurements are estimates based on visual observation and Site drawings.

BUILDING DIAGRAM



CHEM-TECH CONSULTANTS, INC.
HPM Corporation (Plant1)
FILE #: 96003.7
MAP PREPARED BY: B.J.O.
DATE: 08-30-96

This survey is the initial step in complying with 29 CFR 1910.1001 (enclosed). Paragraph (j) outlines additional requirements as follows:

1. Building owners are to inform tenants of the presence and locations of suspect ACM.
2. Records must be maintained regarding the location and quantity of the suspect ACM.
3. Warning labels must be affixed to all raw materials, mixtures, scrap, waste, debris, and other products containing asbestos fibers (Except asbestos fibers that have been modified by a bonding agent, coating binder, binder or other material. Provided that the manufacturer can demonstrate that during any reasonably foreseeable use, no airborne concentration of fibers in excess of the TWA or Excursion limit will be released.) Label must read as follows:

**DANGER
CONTAINS ASBESTOS FIBERS
AVOID CREATING DUST
CANCER AND LUNG DISEASE HAZARD**

Labels may be obtained from Lab Safety, Inc. (800-356-0783)

4. Employees who perform housekeeping and maintenance functions must be informed of the presence and locations of the suspected asbestos as well as the proper precautions. These employees must also have an initial and annual asbestos awareness training class.
5. In addition, you must provide a copy of the asbestos standard - 29 CFR 1910.1001 available to employees without cost.
6. Provide information concerning the availability of self-help smoking cessation program material.

Considering that it may exceed the permissible exposure or excursion limit for asbestos fibers additional requirements are necessary for the OLD BOILER ROOM. The following is recommended:

1. Lock and post the room as a *Restricted Area* with the following warning:

**DANGER
ASBESTOS
CANCER AND LUNG DISEASE HAZARD
AUTHORIZED PERSONNEL ONLY**

RESPIRATORS AND PROTECTIVE CLOTHING ARE REQUIRED IN THIS AREA

If the building is to be remodeled or demolished the following must be done:

2. Have the area tested for asbestos fibers.
3. Have all the of the ACM removed from the building by an asbestos contractor.
4. Re-test the building after removal of ACM.

In general, all buildings constructed before 1980 have the possibility of asbestos fibers being present in roofing, ceiling, wall and flooring materials and Thermal System Insulation. At your facility most areas appear to be in good condition or the material that is suspect ACM appears to be in a non-friable form such as transite or floor tile. Caution should be used not to create dust when performing maintenance or housekeeping operations. Deteriorating pipe insulation was observed in a few places. This pipe insulation should be either be removed or it should be repaired and encapsulated. Following the recommendations should bring you into compliance.

If you need additional help in complying with the standard or if you have any questions, please call.

Sincerely,
Chem-Tech Consultants, Inc.

Gary E. Hoam, P.E.
President

Billy J. Ocheltree
Certified Asbestos Hazard Evaluation Specialist
License #33075

BJO
ATTACHMENTS
CC: file HPMCO\96003.7PLT 1\HRPT.doc

STATE FIRE MARSHAL /BUSTR
8895 EAST MAIN STREET
REYNOLDSBURG, OH 43068

F A X COVER SHEET

TO:

Craig Pottle

FROM:

Nancy Caldwell

DATE:

11-26-02

FAX #:

CONTACT #:

PAGES:

RE:

MESSAGE:



BEC Environmental Consulting, LLC

Phone: (419) 946-1879

Fax: (419) 946-2109

LETTER OF TRANSMITTAL

To: Sare Daneman
Law Office of Sara J. Daneman
62 Mill Street
Gahanna, OH 43230

Date: November 11, 2003

RE: Phase I Assessment for HPM

Please Find:

☒ Attached
Under Separate Cover

The following items:

☐ Copy of Letter
☐ Specifications
☐ Plans
☐ Proposals

☐ Invoice
☒ Reports
☐ Samples
☐ other

Copies	Date	No.	Description
1	03/17/03		Phase I Environmental Site Assessment – HPM Plant No. 1

☐ For Review ☐ Approved as submitted ☐ Resubmit
☒ As Requested ☐ Approved as noted ☐ Submit
☐ For your files ☐ Returned for corrections ☐ Originals returned as requested

Remarks:

Distribution: BEC File

Signed: Jeff Bood (419) 946-1879

PHASE I - ENVIRONMENTAL SITE ASSESSMENT

HPM CORPORATION

PLANT NO. 1

374 LINCOLN AVENUE

MT. GILEAD, MORROW COUNTY, OHIO

BEC PROJECT NO. B102-025-2

COPY

PREPARED FOR:

TAYLOR'S INDUSTRIAL SERVICES, LLC

MT. GILEAD, OHIO

PREPARED BY:



BEC ENVIRONMENTAL CONSULTING, LLC

P.O. BOX 327

MT. GILEAD, OH 43338

(419) 946-1879

MARCH 17, 2003

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PHASE I - ENVIRONMENTAL SITE ASSESSMENT

HPM CORPORATION

PLANT NO. 1

374 LINCOLN AVENUE

MT. GILEAD, MORROW COUNTY, OHIO

BEC PROJECT NO. B102-025-2

EXECUTIVE SUMMARY

Included herein is a Phase I Environmental Site Assessment (ESA) performed on the subject property located at 374 Lincoln Avenue, Morrow County, Mount Gilead, Ohio. The subject property consists of approximately 7 acres on the west side of Mt. Gilead and has been used for industrial purposes since the late 1800's. Original operations included the manufacturing of apple presses. Eventually, the subject property was used to manufacture the hydraulic presses used in World War II to build armament, airplanes and ammunition. Eventually, operations were modified from hydraulic metal stamping presses to hydraulic plastic molding presses. The most recent operations at Plant 1 included metal fabrication, heat treating and machining of small parts. At the time the site reconnaissance was performed in November 2002, the plant was inactive and the operations were being moved to Plant No. 2.

The subject property contains the Plant 1 building which is primarily constructed of block and steel and several smaller buildings. The smaller buildings consist of a guard shack, garage and the former administration building. The subject property buildings are serviced with municipal utilities. An asphalt parking area is located in the front of the subject property which is accessed from Marion Road by HPM Drive. Additionally, the remnants of several railroad spurs are located on the subject property. The subject property is located in an area that is primarily residential land use.

Several underground storage tanks (USTs) and aboveground storage tanks (ASTs) were identified on the subject property. A 5,000-gallon waste oil UST is located on the west side of the plant building and a 5,000-gallon fuel oil tank is located between the guard shack and the administration building. Five steel ASTs with approximate 250-gallon capacities were observed on the subject property. The ASTs were not labeled but it is assumed that they contain or had contained petroleum products. Additionally, three poly tanks with approximate 500-gallon capacities were also observed outside the plant building. Two of the poly tanks are located on the western end of the building and are reportedly used to store liquid used in a blackening process. The third poly tank is located outside the burn shed and is reportedly used to store liquid oxygen. The storage tanks and related vessels appeared to be in good condition and non-leaking on the date of the site reconnaissance.

Asbestos containing building material was observed throughout the plant building and was observed to be deteriorating in the boiler room. The door to the boiler room was posted as a restricted area due to asbestos fibers.

A PCB-containing transformer is located in the manufacturing area of the plant and the transformer has secondary containment. Empty drums were noted throughout the plant and several drums containing hazardous materials or waste were noted in the boiler room.

Interviews with Chem-Tech Consultants, Inc. (Chem-Tech) the environmental consultant for Plant 1 and review of historical environmental reports indicate several environmental investigations have occurred at the subject property. This included the removal of a chromium tank, several heating oil tanks, a gasoline tank and a waste oil tank. Several monitoring wells were installed as part of site assessment activities associated with the removed waste oil tank. A closure letter was never received for the release number assigned to this release but the OEPA had given the site a low priority status. At that time, there had been levels of chlorinated solvents above the Federal maximum contaminant levels (MCLs) detected in the ground water.

Additionally, Chem-Tech completed an asbestos survey, PCB assessment and a waste water discharge permit investigation. The results of the asbestos survey concluded asbestos containing building materials (ACBM) were present with the Plant 1 building with deteriorating ACBM in the boiler room. The PCB assessment concluded that in addition to the pad-mounted transformer, there are several banks of capacitors throughout the plant building that contain PCBs and some of the former machinery had contained PCBs. Chem-Tech indicated that analytical testing of wastewater being discharged into the sanitary sewer exceeded the allowable levels for zinc. A meeting was held with the OEPA regarding the situation and the discharge line was shut down and disconnected from the sanitary sewer line.

According to the database report, the subject property was listed on the UST, LUST and STATE databases. None of the OEPA Divisions that were contacted indicated any major violations or environmental concerns associated with the subject property.

Based on discussions with Chem-Tech and other knowledgeable parties, it appears that the Plant 1 is required to follow the rules under the Cessation of Regulated Operations (CRO) Program.

Several environmental concerns were noted during the performance of this Phase I ESA. BEC recommends additional investigation into these items to determine what level of effort is necessary to appropriately address these concerns.

PHASE I ENVIRONMENTAL SITE ASSESSMENT

HPM CORPORTATION

PLANT NO. 1

374 LINCOLN AVENUE

MT. GILEAD, MORROW COUNTY, OHIO

BEC PROJECT NO. B102-025-2

1.0 INTRODUCTION

1.1 Purpose

The purpose of this Phase I Environmental Site Assessment (ESA) was to inquire into the current and previous ownership and uses of the subject property in order to determine if recognized environmental conditions exist. BEC Environmental Consulting, LLC (BEC) was authorized to conduct this Phase I ESA by Taylor's Industrial Services, LLC on November 13, 2002.

1.2 Scope of Services

The scope of services provided on the subject project consisted of:

1. Collecting, reviewing and evaluating current and historical information from the following sources:
 - Taylor's Industrial Services, LLC;
 - Chem-Tech Consultants, Inc.;
 - FirstSearch™ Technology Corporation;
 - Morrow County Soil and Water Conservation District;
 - City of Mt. Gilead;
 - Morrow County Auditor's Office;
 - Morrow County Engineer's Office;
 - Mt. Gilead Public Library;
 - Ohio Geologic Survey;
 - Ohio Department of Natural Resources;
 - Ohio Environmental Protection Agency, Central District Office;
 - Bureau of Underground Storage Tank Regulations;
 - Mt. Gilead Fire Department;
 - Morrow County Health Department; and,
2. Conducting a site reconnaissance and visual observation of adjacent properties.
3. Preparing this report that includes data, opinions and conclusions.

The scope of services did not include the evaluation of the following:

- Asbestos Containing Building Materials;
- Radon;
- Lead-Based Paints;
- Lead in Drinking Water;
- Wetlands;
- Regulatory Compliance;
- Cultural and Historic Resources;
- Industrial Hygiene;
- Health & Safety;
- Ecological Resources;
- Endangered Species;
- Indoor Air Quality; and,
- High Voltage Power Lines.

1.3 Limitations

The findings and conclusions contained in this report represent our professional opinions. These opinions are arrived at in accordance with currently accepted practices of environmental consultants performing similar assessments at this time and locale and under similar circumstances. The information contained in this report is only valid as of the date of the report, and may require revisions to reflect updated records or subsequent site visits.

1.4 Terms and Conditions

This report is not a comprehensive site characterization and should not be construed as such. The findings and conclusions in this report are based on the results of the site reconnaissance, review of regulatory records and historical usage of the site, and conversations with knowledgeable parties of the subject property. The absence of significant indicators suggesting that hazardous substances or petroleum products have impacted the site does not preclude their presence.

This report should only be deemed conclusive with respect to the information obtained. No guarantee or warranty of the results of this ESA is suggested within the intent of this report, correspondence or consultation, either expressed or implied.

BEC obtained, reviewed, and evaluated information available from local, state, or federal public entities and information provided from data resource companies and knowledgeable parties. BEC's findings, opinions, and conclusions are based, in part, on this information. BEC's services do not include the verification of the accuracy or authenticity of this

information. This report has been prepared for the exclusive use of Taylor's Industrial Services.

2.0 SITE DESCRIPTION

2.1 Site Location and Size

The subject property is located at 374 Lincoln Avenue, Morrow County, Mt. Gilead, Ohio and consists of approximately 7 acres of land on the west side of Mt. Gilead in a predominately residential area. The subject property is located in Section 2, Township 13 North, Range 21 West on the Mt. Gilead, Ohio United States Geological Survey 7.5 minute series Quadrangle map (Figure 1). Approximate site coordinates are 40° 30'27" North Latitude and 82° 50'20" West Longitude.

2.2 Subject Property and Vicinity General Characteristics

The subject property is located in a mixed residential and commercial area on the west side of Mt. Gilead, Ohio. Residential properties are primarily located east and south and several commercial properties are located west and north of the subject property. The land surface of the subject property and surrounding area is relatively flat.

2.3 Current Use of the Property

The Hydraulic Press Manufacturing (HPM) was founded in 1877 as a manufacturer of apple presses. HPM eventually begin manufacturing the hydraulic presses used in World War II to build armament, airplanes and ammunition. After the war, HPM modified manufacturing operations from hydraulic metal stamping presses to hydraulic plastic molding presses. HPM Plant 1 was the original manufacturing plant. At the time the site reconnaissance was performed in November 2002, the plant was inactive and the operations were being moved to Plant No. 2. The most recent operations at Plant 1 included metal fabrication, heat treating and machining of small parts. The subject property is shown on Figure 2.

2.4 Description of Structures and Improvements

The subject property contains the plant building which is primarily constructed of block and steel and several detached smaller buildings. The smaller buildings consist of a guard shack, garage and the former administration building. An asphalt parking area is located in the front of the subject property which is accessed from Marion Road by HPM Drive. With the exception of the parking lot, the subject property is surrounded with a chain-link

fence. Additionally, the remnants of several railroad spurs are located on the subject property.

3.0 SITE RECONNAISSANCE

3.1 Methodology and Limiting Conditions

A site reconnaissance was performed by BEC at the subject property and surrounding area on November 15, 2002. Mr. Rick Eichler, director of operations accompanied BEC on the reconnaissance. Mr. Eichler provided information relative to compliance and operational history. A photographic record of the site reconnaissance is presented in Appendix A. At the time of the reconnaissance, manufacturing operations had ceased and several large machines had been moved or were being prepped to be moved to Plant No. 2.

The site reconnaissance consisted of walking through existing structures and across the land surface and visually inspecting the surrounding area and adjacent properties. BEC focused on the subject property areas more likely to exhibit hazardous materials or conditions while other areas may have received limited attention, or may have been inaccessible at the time of the reconnaissance.

3.2 Exterior Observations

The subject property consists of approximately 7-acres of land and can be accessed from Lincoln Avenue on the south side as well as Douglas Street to the north. The main plant building is located near the west central portion of the property with the three smaller buildings (guard shack, garage and administrative building) located to the south. An asphalt parking lot is located south of the buildings and Lincoln Avenue. The eastern portion of the subject property is covered with gravel and appears to be used for storage. The remainder of the subject property is covered with asphalt, concrete and grass. With the exception of the asphalt parking lot, the entire subject property is surrounded by a chain-link fence.

The plant building appears to have been expanded several times and has several sections that are several stories high. Several railroad spurs are located on the subject property. A cluster of three pole-mounted transformers is located on the western end of the subject property and a step-down transformer unit is located just outside the main plant building. Above and below ground utilities including water, electric and gas were noted throughout the subject property. Three monitoring wells were noted on the western end of the subject property. Other items observed included die cast parts, a propane tank, empty drums, and roll off containers.

Several underground storage tanks (USTs) and aboveground storage tanks (ASTs) were identified on the subject property. A 5,000-gallon waste oil UST is located on the west side of the plant building and a 5,000-gallon fuel oil tank is located between the guard shack and the administration building. Five steel ASTs with approximate 250-gallon capacities were observed on the subject property. Three of the ASTs are located on the eastern end of the subject property and two are located on the western end of the subject property. The ASTs were not labeled but it is assumed that they contain or had contained petroleum products. Additionally, three poly tanks with approximate 500-gallon capacities were also observed outside the plant building. Two of the poly tanks are located on the western end of the building and are reportedly used to store liquid used in a blackening process. The third poly tank is located outside the burn shed and is reportedly used to store liquid oxygen. The storage tanks and related vessels appeared to be in good condition and non-leaking on the date of the site reconnaissance.

3.3 Interior Observations

The main plant building is subdivided into three main areas that include the west bay area, middle bay area and east bay area. Other areas in the plant included a tool crib, gage and grinding room, maintenance/storage room, heat treating room, furnace room, pump room, old boiler room, and old chrome plating room. Items observed during the reconnaissance included a stress relieving oven, two large poly tanks with water based coolant, a large compressor in the former plating room and former boilers. Drums containing new and used oil, machine coolant, mineral oil and grease were located adjacent to the tool crib room. Additionally, several drums containing hazardous materials and/or waste were noted in the boiler room.

Numerous sumps and pits are located beneath the machinery and are used to separate cutting oils and coolant from metal cuttings. Most of the sumps and pits appeared to be 2 to 3 feet deep.

Asbestos containing building material was observed throughout the plant building and was observed to be deteriorating in the boiler room. The door to the boiler room was posted as a restricted area due to asbestos fibers.

A PCB-containing transformer is located in the manufacturing area of the plant. The transformer is protected and has secondary containment. The subject buildings are serviced with municipal utilities.

3.4 Surrounding Area

The subject property is located in an area that primarily consists of residential and industrial land use. Douglas Street forms the northern subject property boundary beyond which is located several commercial/industrial businesses. Residential properties are located to the east and south and a concrete plant is located to the west.

4.0 RECORDS REVIEW

4.1 Standard Environmental Record Sources

A search of available state and federal regulatory records was conducted through FirstSearch™ Technology Corporation for sites of environmental concern within the standard American Society for Testing and Materials (ASTM) radii search. A copy of the Environmental FirstSearch™ Report is provided in Appendix B. Properties identified by FirstSearch™ Technology Corporation in its file search are located on the site vicinity maps enclosed in the report.

The following federal records, with the respective ASTM search radii, were reviewed:

- National Priorities List (NPL): 1-mile
- Comprehensive Environmental Response, Cleanup, and Liability Information System (CERCLIS): ½-mile
- Resource Conservation and Recovery Information System - Treatment, Storage and Disposal Facility (RCRIS TSD): ½-mile
- RCRIS Corrective Action Report (CORACTS): 1-mile
- Resource Conservation and Recovery Information System - Large and Small Quantity Generators (RCRIS GEN): ¼-mile
- Emergency Response Notification System (ERNS): ¼-mile

The following state records, with the respective ASTM search radii, were reviewed.

- State Master Sites List (STATE): 1-mile
- Landfills (LF): ½-mile
- Leaky Underground Storage Tanks (LUST): ½-mile
- Underground Storage Tanks (UST): ¼-mile

Additional Environmental Record Sources reviewed.

- Facility Index System (FINDS): ¼-mile
- National Pollution Discharge Elimination System (NPDES): ¼-mile
- Toxic Chemical Release Inventory System (TRIS): ¼-mile

Fourteen listings were identified within the radii and zip code searched by FirstSearch™ Technology Corporation. The subject property was listed on the UST, LUST and STATE databases. According to the UST database, the subject property has one registered UST. The UST has a capacity of 5,000-gallons and is used for used oil. According to the LUST database, the subject property had a confirmed release with no further corrective actions required. No information was given regarding the STATE listing. Details of these listings are included in the report.

4.2 Geologic/Hydrogeologic Setting

Morrow County lies within two physiographic provinces. The western half of the county is in the Interior Low Plains province and the eastern half is in the Allegheny Plateau province. The Allegheny escarpment, which runs north to south, separates the two provinces. Morrow County is covered with glacial drift deposited directly by glacial ice. The glacial till deposits are composed of poorly sorted clay, silt, sand and gravel with sorted deposits along drainageways.

According to the *Preliminary Bedrock and Bedrock Topography Maps* of the Mt. Gilead Quadrangle, Devonian age shale bedrock is located beneath the subject area. According to the Ohio Department of Natural Resources (ODNR) *Ground Water Resources Map of Morrow County (1981)*, the subject area is located in an area with poor groundwater yield with less than 30-feet of clay till over impermeable shale.

A well log search was conducted at the ODNR and several well logs were identified within the surrounding area. The wells are completed in sand and gravel deposits and are completed at depths ranging from 22-feet to 61-feet below ground surface.

4.3 Historical Information

Historical information that included review of Sanborn® Fire Insurance Maps, aerial photographs, city directories were reviewed to obtain historical use information about the subject property and surrounding area. This information is included in Appendix C.

4.3.1 Sanborn® Fire Insurance Maps

Sanborn® Fire Insurance Maps for the years 1885, 1892, 1897, 1903, 1910, 1919 and 1946 were obtained from FirstSearch™ Technology Corporation. Sanborn® Fire Insurance Maps indicate the subject property has been developed as industrial property since at least 1885. The subject property is labeled as The Hydraulic Press Company on all of the maps. The subject property had contained numerous smaller buildings and sheds over the years as well as storage areas for lumber. Additionally, several wells are shown on the maps.

4.3.2 Aerial Photograph Review

Aerial photographs of the subject property and surrounding area were obtained from the Morrow County Soil and Water Conservation Office and from Microsoft Terra Server for the years 1939, 1964, 1972, 1982, 1988/89 and 1994. The 1939 aerial photograph indicates that the subject property to be developed with several buildings noted on the eastern portion of the property which is currently gravel. Beginning with the 1964 photograph, the subject property is configured similar to what was observed during the site reconnaissance.

4.3.3 City Directory Review

Robinson's City Directories available from the Mt. Gilead Public Library were reviewed for the years 1960, 1963, 1968, 1972, 1976, 1978, 1981, 1984 and 1987. The subject property is listed either as the Hydraulic Press Manufacturing Company Plant 1 or HPM Plant 1.

4.4 National Wetlands Inventory Map

The *National Wetlands Inventory Map (1995)* for the Mt. Gilead, Ohio Quadrangle was reviewed. Neither the subject property nor adjacent properties are mapped wetland areas.

5.0 INTERVIEWS

5.1 Director of Operations

A personal and follow-up phone interviews were conducted with Rick Eichler, the director of operations. Mr. Eichler has been employed at HPM for 15+ years and had worked at Plant 1 for several years in the 1970's. Mr. Eichler indicated that the original plant building was constructed in the mid to late 1800's and has undergone several improvements up until 1940. Mr. Eichler indicated that the plant originally manufactured injection molding and vertical hydraulic presses and that HPM purchased a die casting line in 1960 and an extruder line in 1970.

According to Mr. Eichler the major operations (tool & die, machining and heat treating) ceased in July 2001 while low level operations in the fabricating portion of the plant continued for about another 9 months. Some limited machining was kept active but ceased in late 2002.

Mr. Eichler indicated that the plant maintains a 5,000-gallon waste oil UST and a 5,000-gallon heating oil tank for emergency backup. Mr. Eichler indicated that several tanks

including a chromium tank used for plating had been removed from the subject property over the years and that Chem-Tech Consultants had performed the oversight.

Mr. Eichler indicated that the quantity of hazardous waste that is currently produced at Plant No. 1 is minimal and that the Plant may not even be considered a small quantity generator. Mr. Eichler indicated that no caustics, strippers or acids are used as part of the manufacturing process and that only hazardous materials used are oils, lubricants, and coolant. Mr. Eichler indicated that the sumps and pits are solid concrete and collect oil, coolant and metal chips from the milling process.

5.2 Chem-Tech Consultants, Inc.

Chem-Tech was interviewed regarding their knowledge of the subject property. Chem-Tech has provided environmental consulting services over the years to deal with environmental issues such as training, UST removal and installation, monitoring well installation, asbestos assessment, and PCB studies. Chem-Tech was involved with the removal of a 550-gallon gasoline UST in 1989 and a release number was subsequently issued by the Bureau of Underground Storage Tank Regulations (BUSTR). In 1995, BUSTR issued a request to continue investigation of the tank basin the area was subsequently over excavated and a no further action letter was issued.

Chem-Tech was also involved with the removal of two 10,000-gallon heating fuel USTs and a #5 fuel oil tank in 1990. Additionally, a 5,000-gallon waste oil tank was removed in 1991 and was replaced with a new 5,000-gallon tank. The tank removal resulted in a release number being issued and monitoring wells were installed as part of a site assessment that took place in 1994. Analytical results indicated BUSTR compounds to be below action levels however several chlorinated solvents were detected above maximum contaminant levels (MCLs). The Ohio Environmental Protection Agency (OEPA) reviewed the site information and assigned a low priority status. A memo to HPM in January 1996 recommends the site be upgraded to a medium priority.

Chem-Tech was involved with the closure of a chromium tank at the Plant in 1997. After review of the data, OEPA issued a letter indicating that no further remediation effort would be required. Additionally, Chem-Tech indicated that supposedly over the years the portion of the building that contains the heat treating processes had burnt down and been rebuilt several times.

In addition to the pad-mounted transformer, Chem-Tech indicated that there are several banks of capacitors throughout the Plant building that contain PCBs and some of the former machinery had contained PCBs. Chem-Tech performed a preliminary assessment of PCBs at Plant 1 in December 1999. The results of the assessment indicated several

reservoirs to contain PCB laden oil. Additionally, it was recommended that the floor be swab sampled to determine potential impact and remediation.

Chem-Tech performed an asbestos survey of Plant 1 in August 1996. The results concluded that asbestos containing building materials (ACBM) are present throughout Plant 1 and that additional requirements are necessary for the old boiler room as the ACBM has deteriorated.

Chem-Tech indicated that in 1998 wastewater being discharged into the sanitary sewer exceeded the allowable levels for zinc. A meeting was held with the OEPA regarding the situation and the discharge line was shut down and disconnected from the sanitary sewer line. According to Chem-Tech, the sewer line was never investigated.

Finally, Chem-Tech indicated that the facility is required to follow the rules outlined in the Cessation of Regulated Operations (CRO) Program and that this information was previously submitted to HPM Corporation.

5.3 Bureau of Underground Storage Tank Regulations

A letter was sent to BUSTR inquiring into open incident numbers regarding past reported releases from the subject property. According to the BUSTR, all incidents on file regarding petroleum tanks have been assigned a status of "No Further Action". However, a NFA letter was not on file for the incident numbers assigned for the former waste oil tank. A BUSTR representative indicated that the UST Section with U.S. EPA Region V regulates the clean-up of hazardous material spills from USTs.

5.4 Ohio Environmental Protection Agency

Several divisions (Division of Hazardous Waste Management (DHWM) and the Division of Emergency and Remedial Response (DERR) were contacted regarding knowledge of the subject property. Randy Sheldon with the DHWM indicated that the last time an inspection was complete; the subject property was not considered a small quantity generator of hazardous waste. Mr. Sheldon was unaware of any major violations. Debbie Strayton with the DERR was contacted regarding the reported incident numbers. Ms. Strayton indicated that her office had reviewed the site information and had assigned the site a low priority status. Ms. Strayton indicated that she is unaware of any major violations or outstanding issues at the subject property.

5.5 Local Fire Department

The Mt. Gilead Fire Department was contacted regarding any reported environmental related incidents at the subject property. According to the Fire Department, they were unaware of any major spills or releases regarding hazardous waste or materials. However, they were aware of presence and work associated with the Chromium tank.

5.6 Health Department

According to the Morrow County Health Department, there are no records of health department violations for the subject property.

6.0 FINDINGS AND CONCLUSIONS

BEC has performed a Phase I Environmental Site Assessment in conformance with the scope and limitations of ASTM Practice E-1527 for the subject property referred to as HPM Corporation, Plant No 1, 374 Lincoln Avenue, Mt. Gilead, Ohio. Any exceptions to, or deletions from, are described in section 1.0 of this report. The following findings are a result of the Phase I ESA performed:

- A PCB-containing transformer and several bails of PCB-containing capacitors are located in the Plant 1 building. A preliminary assessment of PCBs was performed at Plant 1 in December 1999 and the results indicated several reservoirs to contain PCB laden oil. Additionally, it was recommended that the floor be swab sampled to determine potential impact and remediation.
- Several ASTs are located on the subject property;
- The subject property currently contains two 5,000-gallon USTs that are used to store heating oil and waste oil; Several USTs had been removed from the facility over the years and appear to have been appropriately addressed. This included a chromium tank, several heating oil tanks, a gasoline tank and a waste oil tank. Several monitoring wells were installed as part of site assessment activities associated with the removed waste oil tank. A closure letter was never received for the release number assigned to this release but the OEPA had given the site a low priority status. There is a Memo to HPM from OEPA recommending changing the status to medium priority. At that time, there had been levels of chlorinated solvents above the Federal maximum contaminant levels (MCLs) detected in the ground water.
- An asbestos survey was performed in August 1996. The results concluded that asbestos containing building materials (ACBM) are present throughout Plant 1 and that the ACBM in the old boiler room has deteriorated.

- In 1998 wastewater being discharged into the sanitary sewer exceeded the allowable levels for zinc. A meeting was held with the OEPA regarding the situation and the discharge line was shut down and disconnected from the sanitary sewer line. According to HPM's consultant, the sewer line was never investigated.
- Concrete sumps which are used to collect cuttings and fluids are located beneath the majority of equipment. The depth and integrity of the sumps were not inspected; and
- Empty drums were noted throughout the plant and several drums containing hazardous materials and/or waste were noted in the boiler room.
- It appears that Plant 1 is required to follow the rules under the Cessation of Regulated Operations (CRO) Program.

This report was prepared by **BEC Environmental Consulting LLC**

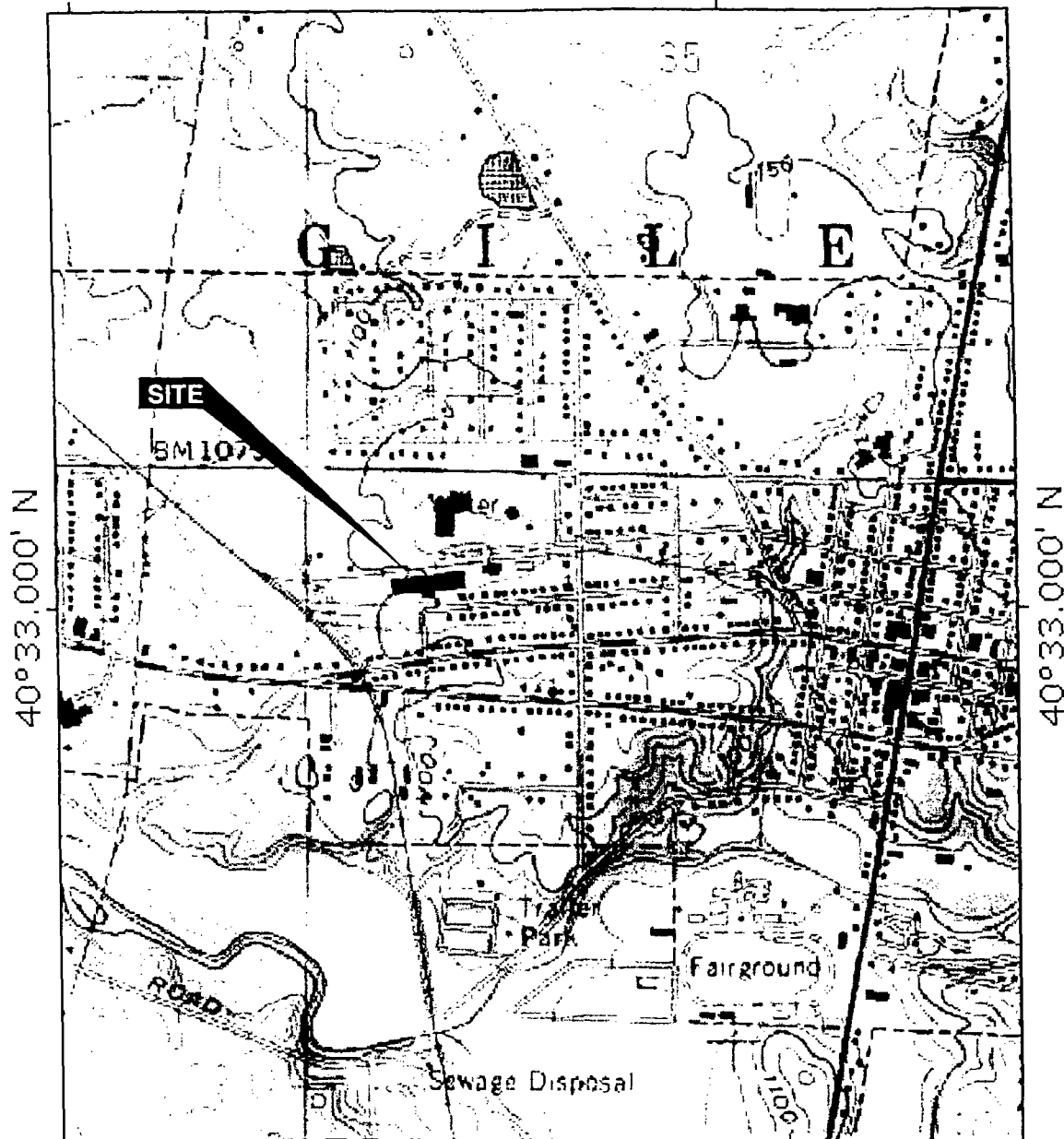
Jeffrey J Bood
Geologist

Date: _____

FIGURES

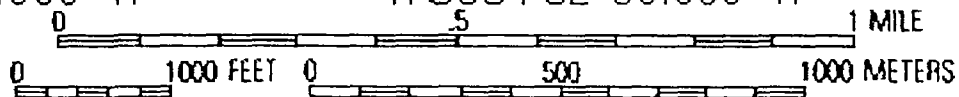
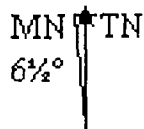
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82°51.000' W

WGS84 82°50.000' W

Map created with TOPO!® ©2001 National Geographic (www.nationalgeographic.com/topo)

NORTH

Mount Gilead, Ohio
7.5 Minute Series Quadrangle
Morrow County

FIGURE 1

Site Location Map
374 Lincoln Avenue
Mount Gilead, Ohio

PROJECT NO.:	PREPARED BY:	DRAWN BY:
B102-025-2	JJB	JJB
DATE:	REVIEWED BY:	ART NO.:
11/18/02	JJB	NA

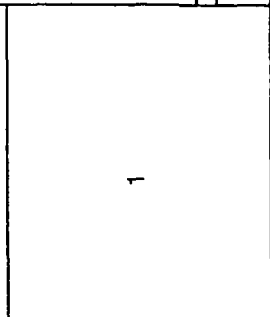
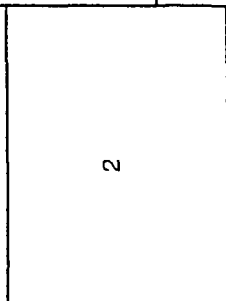
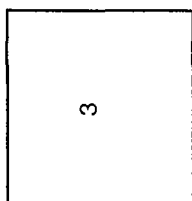


Residential

Commercial

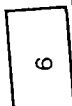
5,000-gallon
Waste Oil Tank

Douglas Street



Concrete
Pad

5,000-gallon
Heating Oil Tank



Lincoln Avenue

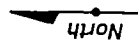
Residential

Parking
Lot

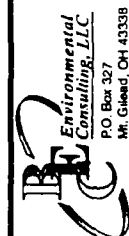
HPM Drive

Parking
Lot

Residential



Not to Scale



P.O. Box 327
Mt. Gilead, OH 43338

Figure 2 - Site Map
HPM Plant No. 1
374 Lincoln Avenue
Mt. Gilead, Ohio

PROJECT NO.:
B102-025-2
DATE:
03/17/03

PREPARED BY:
JJB
REVIEWED BY:
JJB

DRAWN BY:
JJB
ART NO.:
NA

1 West Bay Area
2 Middle Bay Area
3 East Bay Area
4 Boiler Room

5 Guard Shack
6 Administrative Building
7 Garage
Monitoring Well

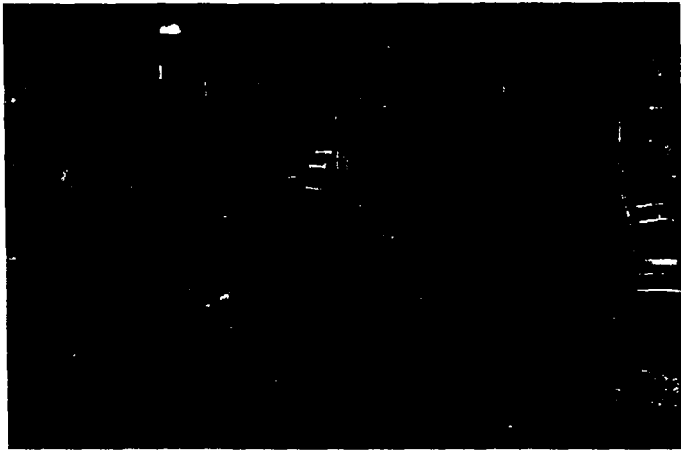
APPENDICES

APPENDIX A

PHOTOGRAPHS



Machining Area



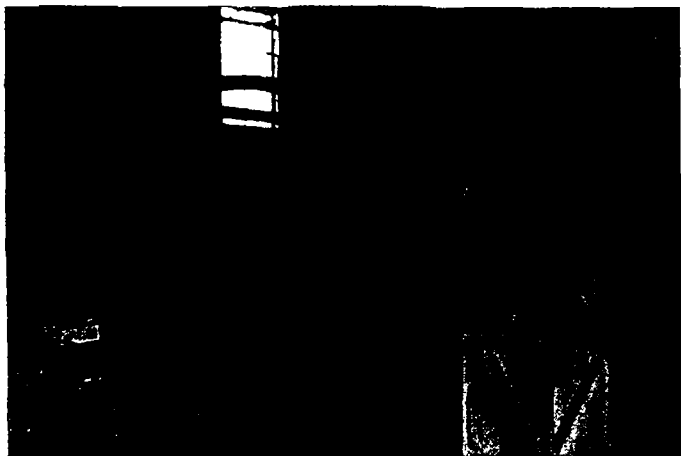
Typical Sump Under Machinery



Heat Treating Area



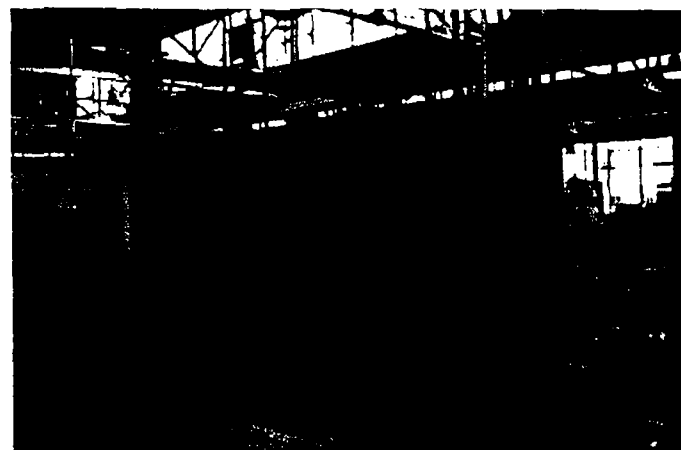
Poly Tanks Used to Contain Machine
Cooling Fluid



Boiler Room



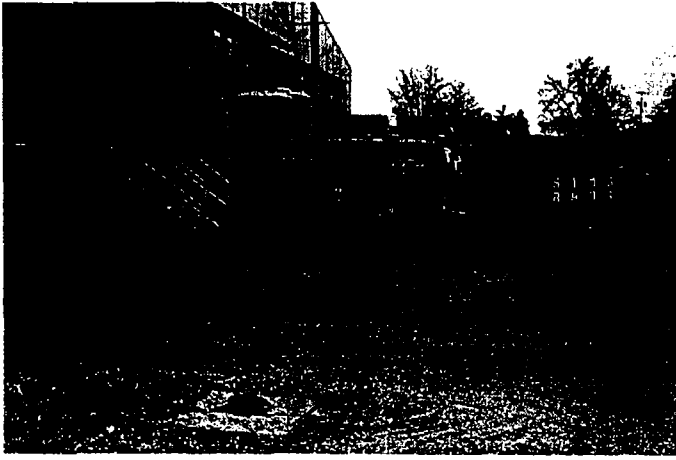
Step Down Transformers



PCB Containing Transformer



Storage Area on East End of Property



Used Oil Tank and MW on West End of
Plant



Heating Oil Tank Between Guard Shack
and Admin Building



West End of Property



Plant Viewed From the SW Corner



Property Viewed from the NW Across
Douglas Street



Commercial/Industrial Properties Across
Douglas Street



Property Viewed From the NE Across
Douglas Street



Residential Properties Along Lincoln
Avenue

APPENDIX B

ENVIRONMENTAL FIRSTSEARCH™ REPORT

U.S. ENVIRONMENTAL
PROTECTION AGENCY

AUG 18 2006

OFFICE OF REGIONAL
COUNSEL